Fill in this information to identify the case:		
United States Bankruptcy	y Court for the:	
EASTERN	District of WASHINGTO	<u>DN</u>
Case number (If known): _		Chapter <u>11</u>

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1.	Debtor's name	iCap Realty LLC	
2.	All other names debtor used		
	in the last 8 years		
	Include any assumed names,		
	trade names, and doing business as names		
3.	Debtor's federal Employer Identification Number (EIN)	8 5 0 5 7 4 1 4 7	
4.	Debtor's address	Principal place of business	Mailing address, if different from principal place of business
		3535 Factoria Boulevard	
		Number Street	Number Street
		Suite 500	P.O. Box 53232
		98009-	P.O. Box
		Bellevue WA 1298	Bellevue WA 98015
		City State ZIP Code	City State ZIP Code
		King County	Location of principal assets, if different from principal place of business
		County	
	Office closed.		Number Street
			-
			City State ZIP Code
5.	Debtor's website (URL)		

Debt	tor <u>iCap Realty LLC</u>	Case number (if known)
6.	Type of debtor	Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) Partnership (excluding LLP) Other. Specify:
7.	Describe debtor's business	A. Check one: Health Care Business (as defined in 11 U.S.C. § 101(27A)) Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) Railroad (as defined in 11 U.S.C. § 101(44)) Stockbroker (as defined in 11 U.S.C. § 101(53A)) Commodity Broker (as defined in 11 U.S.C. § 101(6)) Clearing Bank (as defined in 11 U.S.C. § 781(3)) None of the above
		B. Check all that apply: Tax-exempt entity (as described in 26 U.S.C. § 501) Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3) Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11)) C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes . 5 3 1 3
8.	Under which chapter of the Bankruptcy Code is the debtor filing? A debtor who is a "small business debtor" must check the first subbox. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.	Check one: Chapter 7 Chapter 9 Chapter 11. Check all that apply: The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). A plan is being filed with this petition. Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form. The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
_		Chapter 12

a More prior benkmentou acces			
 Were prior bankruptcy cases filed by or against the debtor within the last 8 years? If more than 2 cases, attach a separate list. 	No Yes. District		number
10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? List all cases. If more than 1, attach a separate list.	No Yes. Debtor See Rider 1 District Case number, if known	When	onshipMM / DD / YYYY
11. Why is the case filed in <i>this</i> district?	Check all that apply: Debtor has had its domicile, principal immediately preceding the date of the district. A bankruptcy case concerning debt	is petition or for a longer part of su	uch 180 days than in any other
12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?	☐ It poses or is alleged to pose What is the hazard? ☐ It needs to be physically se ☐ It includes perishable good attention (for example, lives assets or other options).	immediate attention? (Check all the athreat of imminent and identifiate cured or protected from the weath sor assets that could quickly detectock, seasonal goods, meat, dairy,	et apply.) ole hazard to public health or safety. er. riorate or lose value without produce, or securities-related
	Is the property insured? No Yes. Insurance agency Contact name Phone		
Statistical and administ	trative information		

Official Form 201

Debtor <u>iCap Realty LLC</u>		Case number	(if known)
13. Debtor's estimation of available funds	=	for distribution to unsecured credi expenses are paid, no funds will be	tors. e available for distribution to unsecured creditors.
14. Estimated number of creditors	1-49 50-99 100-199 200-999	1,000-5,000 5,001-10,000 10,001-25,000	25,001-50,000 50,001-100,000 More than 100,000
15. Estimated assets	\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million	\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million	
16. Estimated liabilities	\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million	\$1,000,001-\$10 million \$10,000,001-\$50 million \$50,000,001-\$100 million \$100,000,001-\$500 million	<u> </u>
WARNING Bankruptcy fraud is a se			ruptcy case can result in fines up to d 3571.
17. Declaration and signature of authorized representative of debtor	The debtor requests relipetition.	ief in accordance with the chapter	of title 11, United States Code, specified in this
		to file this petition on behalf of the ormation in this petition and have a	debtor. reasonable belief that the information is true and
	Executed on 09/29/202 MM / DD / Y	7	d correct. ance Miller
	Signature of authorized repr		inted name

Debtor iCap Realty IIc Case number (if known)

/s/ Dakota Pearce 09/29/2023 18. Signature of attorney Date MM / DD / YYYY Signature of attorney for debtor Dakota Pearce Printed name Buchalter, A Professional Corporation Firm name 1420 5th Ave., Suite 3100 Number Street Seattle City $\frac{98101}{\text{ZIP Code}}$ (206) 319-7052 Contact phone dpearce@buchalter.com Email address 57011 WA

State

Bar number

Rider 1

The Debtor and each of the affiliated entities listed in the table below filed in the Court a voluntary petition for relief under chapter 11 of the United States Code, 11 U.S.C. §§ 101-15332.

Company
725 Broadway, LLC
iCap @ UW, LLC
iCap Broadway, LLC
iCap Campbell Way, LLC
iCap Enterprises, Inc. f/k/a Altius Development, Inc.
iCap Equity, LLC
iCap Funding LLC
iCap Investments, LLC
iCap Management LLC
iCap Northwest Opportunity Fund, LLC
iCap Pacific Income 4 Fund,, LLC
iCap Pacific Income 5 Fund, LLC
iCap Pacific Northwest Opportunity and Income Fund, LLC
Icap Pacific NW Management, LLC
iCap Realty, LLC
iCap Vault I, LLC
iCap Vault Management, LLC
iCap Vault, LLC
Senza Kenmore, LLC
UW 17TH AVE,LLC
Vault Holding 1, LLC
VH 1121 14TH LLC
VH 2nd Street Office LLC
VH Pioneer Village LLC
VH Senior Care LLC
VH Willows Townhomes LLC

ACTION BY WRITTEN CONSENT OF THE CHIEF RESTRUCTURING OFFICER OF ICAP ENTERPRISES INC. AND MANAGER OF CERTAIN AFFILIATES

September 29, 2023

The undersigned, acting as the sole member of the Board of Directors and Chief Restructuring Officer of iCap Enterprises, Inc. ("Enterprises") and of each of the limited liability companies whose names are set forth on Schedule 1 attached hereto (each, a "Company" and collectively with Enterprises, the "Companies"), where applicable, as Manager of each, in each case in accordance with each Company's respective organizational documents and with the applicable limited liability company laws of the jurisdiction of formation of each Company (the "LLC Laws"), hereby consents to and approves the adoption of the following resolutions and each and every action effected thereby or pursuant thereto by written consent as if such actions had been taken at a meeting of the Board of Directors or by the Manager of each such Company.

WHEREAS, Chris Christensen agreed to irrevocably resign from all officer positions held with Enterprises and from his position as Manager of each of the Companies pursuant to the Term Sheet dated August 23, 2023 that was subsequently incorporated into the *Order Approving Stipulated Motion For (1) Modification of Temporary Restraining Order Against Defendants iCap, etc.* entered by the Hon. Brian McDonald, Superior Court of the State of Washington for King County on September 25, 2023 (the "Stipulated Resignation");

WHEREAS, pursuant to the terms of the Stipulated Resignation and related resolutions of the Companies on September 28, 2023, Lance Miller was appointed as Chief Restructuring Officer of Enterprises and where applicable, Manager of the Companies (the "Chief Restructuring Officer");

WHEREAS, the Chief Restructuring Officer has reviewed and considered materials presented by legal and financial advisors of the Companies and former management regarding the liabilities and liquidity situation of the Companies, the strategic alternatives available to each of them, and the impact of the foregoing on each of the Company's businesses;

WHEREAS, the Chief Restructuring Officer has received advice from the legal and financial advisors of the Companies and former management regarding the possible need to liquidate or restructure the Companies, and has fully considered each of the strategic alternatives available to each Company, and the impact of the foregoing on each Company's business and its stakeholders;

WHEREAS, the Chief Restructuring Officer has reviewed and considered the recommendations of the Companies' legal and financial advisors regarding the relief that would be necessary and advisable to obtain from the Bankruptcy Court to allow the Companies to effectively transition into operation as debtors in possession (collectively, the "First Day Relief") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

WHEREAS, the Chief Restructuring Officer has determined that it is fair, appropriate, advisable, necessary, and in the best interests of each Company, its creditors, members and other

stakeholders that each Company file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code and seek the First Day Relief; and

WHEREAS, the Chief Restructuring Officer desires to approve the following Resolutions.

NOW, THEREFORE, BE IT:

CHAPTER 11 PETITION AND FIRST DAY RELIEF

RESOLVED, that in the judgment of the Chief Restructuring Officer, it is desirable and in the best interests of the creditors, members and other stakeholders of each Company, that each Company listed on the attached <u>Schedule 2</u> (i) file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code (the "*Filing Companies*") and (ii) seek the First Day Relief;

RESOLVED, that the Chief Restructuring Officer, be, and hereby is, authorized and empowered to execute and file on behalf of each Filing Company all petitions, schedules, lists, and other motions, papers or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the business of each such Filing Company;

DEBTOR-IN-POSSESSION FINANCING

RESOLVED, that, in connection with the commencement of the chapter 11 cases of the Filing Companies, (1) entry into a debtor-in-possession loan facility in the amount of up to \$8,250,000,000 provided under that certain Debtor-in-Possession Credit and Security Agreement (the "DIP Credit Agreement") by and among Serene Investment Management, LLC and/or its affiliated entities, the lenders party thereto from time to time (the "DIP Lenders"), including, without limitation, (i) the execution and delivery of any credit documents (ii) the consummation of the transactions contemplated thereby, and (iii) the granting of the security interest in, liens upon and pledge of collateral to secure the obligations under the DIP Credit Agreement, be, and hereby is, authorized and approved on behalf of each of the Companies where applicable and (2) the Chief Restructuring Officer, acting in some instances as Manager, be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Companies where applicable, (a) to negotiate the use of cash collateral and to grant adequate protection in the form of additional security interests or priority claims in connection therewith, (b) to (i) negotiate, execute, and deliver the DIP Credit Agreement (ii) cause the Companies to consummate the transactions contemplated by the DIP Credit Agreement, and (iii) grant security interests in, liens upon and pledge of the Collateral (as defined in the DIP Credit Agreement or any other agreement or instrument executed in connection with the DIP Credit Agreement) in favor of the DIP Lenders, to secure the obligations under the DIP Credit Agreement, in each instance, on such terms and conditions as the Chief Restructuring Officer may consider necessary, proper or desirable, and (c) to take such additional action and to execute and deliver each other agreement, instrument, certificate or document to be executed and delivered, in the name and on behalf of the Chief Restructuring Officer on behalf of the Companies, pursuant thereto or in connection therewith, all with such changes therein and additions thereto as the Chief Restructuring Officer, acting on in some instances as Manager, approves, such approval to be conclusively evidenced by the taking of such action or by the execution and delivery thereof;

RETENTION OF PROFESSIONALS

RESOLVED, that the Chief Restructuring Officer be, and hereby is, authorized and directed in the name and on behalf of the Companies to employ Paladin Management Group, LLC as restructuring financial advisor pursuant to the terms of the attached engagement letter and to continue to have Lance E. Miller serve as Chief Restructuring Officer in connection with any case commenced by any Company under the Bankruptcy Code and all related matters, and any such prior actions are hereby ratified in their entirety;

RESOLVED, that the Chief Restructuring Officer be, and hereby is, authorized and directed in the name and on behalf of the Companies to employ the law firm of Buchalter, A Professional Corporation, as general bankruptcy counsel to represent and assist the Companies in carrying out their respective duties under the Bankruptcy Code and to take any and all actions to advance the Companies' rights and obligations, and any such prior actions are hereby ratified in their entirety;

RESOLVED, that the Chief Restructuring Officer be, and hereby is, authorized and directed in the name and on behalf of the Companies to employ BMC Group Inc. as claims and noticing agent and administrative advisors in connection with any case commenced by the Companies under the Bankruptcy Code and all related matters, and any such prior actions are hereby ratified in their entirety;

RESOLVED, that the Chief Restructuring Officer be, and hereby is, authorized and directed in the name and on behalf of the Companies to employ any other professionals to assist the Companies in carrying out their respective duties under the Bankruptcy Code and to take any and all actions to advance the Companies' rights and obligations;

RESOLVED, that the Chief Restructuring Officer, acting on behalf of the Manager, is hereby authorized and directed in the name of and on behalf of the Companies to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the foregoing professionals as necessary;

ADDITIONAL FILINGS

RESOLVED, that the Chief Restructuring may at any time and from time to time may determine, in consultation with the financial and legal advisors of such Companies, that any one or more affiliated company not among the Filing Companies (each an "Additional Filing Company" and, collectively, the "Additional Filing Companies") that is desirable and in the best interests of the creditors, members and other stakeholders of such Additional Filing Company, that such Additional Filing Company (i) file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code; (ii) seek any First Day Relief as may be required; and (iii) become a party to the DIP Credit Agreement;

RESOLVED, that if a determination is made by the Chief Restructuring Officer, that any one or more Additional Filing Companies shall file or cause to be filed a voluntary petition for

relief under the provisions of chapter 11 of the Bankruptcy Code, then the resolutions set forth in this Action by Written Consent under the headings "CHAPTER 11 PETITION AND FIRST DAY RELIEF", "DEBTOR-IN-POSSESSION FINANCING", and "RETENTION OF PROFESSIONALS" shall be deemed to have been adopted on behalf of each such Additional Filing Company as though the Additional Filing Company was originally among the Companies;

FURTHER ACTIONS AND PRIOR ACTIONS

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Chief Restructuring Officer, the Chief Restructuring Officer or his designee shall be, and each of them, acting alone, hereby is, authorized, directed, and empowered in the name of, and on behalf of, any Company, to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including filing fees, in each case as in such officer's or officers' judgment shall be necessary or desirable to fully carry out the intent and accomplish the purposes of the Resolutions adopted herein;

RESOLVED, that all acts, actions and transactions relating to the matters contemplated by the foregoing Resolutions done in the name of and on behalf of any Company, which acts would have been approved by the foregoing Resolutions except that such acts were taken before these Resolutions were certified, are hereby in all respects approved and ratified; and

RESOLVED, that a copy of these Resolutions of the Manager shall be filed in the records of each Company.

[Remainder of Page Left Intentionally Blank]

IN WITNESS WHEREOF, the undersigned has executed this Action by Written Consent to be effective as of the date first written above.

ICAP ENTERPRISES, INC., f/k/a ALTIUS DEVELOPMENT, INC.

By: Lance Miller

— Docusigned by: Lance Miller

Its: Chief Restructuring Officer, Sole Board Member

ICAP PACIFIC NW MANAGEMENT, LLC

VAULT HOLDING, LLC

ICAP VAULT MANAGEMENT, LLC

ICAP VAULT, LLC

ICAP VAULT I, LLC

VAULT HOLDING 1, LLC

ICAP INVESTMENTS, LLC

ICAP PACIFIC NORTHWEST OPPORTUNITY AND INCOME

FUND, LLC

ICAP EQUITY, LLC

ICAP PACIFIC INCOME 4 FUND,, LLC

ICAP PACIFIC INCOME 5 FUND, LLC

ICAP NORTHWEST OPPORTUNITY FUND, LLC

ICAP FUNDING LLC

ICAP MANAGEMENT LLC

ICAP PACIFIC DEVELOPMENT LLC

ICAP HOLDING LLC

ICAP HOLDING 5 LLC

ICAP HOLDING 6 LLC

ICAP REALTY LLC

725 BROADWAY, LLC

SENZA KENMORE, LLC

ICAP CAMPBELL WAY, LLC

UW 17TH AVE, LLC

ICAP BROADWAY, LLC

VH 1121 14TH LLC

VH SENIOR CARE LLC

VH WILLOWS TOWNHOMES LLC

ICAP @ UW, LLC

VH 2ND STREET OFFICE LLC

VH PIONEER VILLAGE LLC

CS2 REAL ESTATE DEVELOPMENT LLC

LOFTS@CAMAS MEADOWS PHASE I, LLC

LOFTS@CAMAS MEADOWS PHASE II, LLC

Docusigned by:

Lana Miller

Name: Lance Miller Its: Manager

SIGNATURE PAGE TO ACTION BY WRITTEN CONSENT

Schedule 1

Company
iCap Enterprises, Inc. f/k/a Altius Development, Inc.
Icap Pacific NW Management, LLC
Vault Holding, LLC
iCap Vault Management, LLC
iCap Vault, LLC
iCap Vault I, LLC
Vault Holding 1, LLC
iCap Investments, LLC
iCap Pacific Northwest Opportunity and Income Fund, LLC
iCap Equity, LLC
iCap Pacific Income 4 Fund,, LLC
iCap Pacific Income 5 Fund, LLC
iCap Northwest Opportunity Fund, LLC
iCap Funding LLC
iCap Management LLC
iCap Pacific Development LLC
iCap Holding LLC
iCap Holding 5 LLC
iCap Holding 6 LLC
iCap Realty LLC
725 Broadway, LLC
Senza Kenmore, LLC
iCap Campbell Way, LLC
UW 17TH AVE,LLC
iCap Broadway, LLC
VH 1121 14TH LLC
VH Senior Care LLC
VH Willows Townhomes LLC
iCap @ UW, LLC
VH 2nd Street Office LLC
VH Pioneer Village LLC
CS2 Real Estate Development LLC
Lofts@Camas Meadows Phase I, LLC
Lofts@Camas Meadows Phase II, LLC

Schedule 2

Company
725 Broadway, LLC
iCap @ UW, LLC
iCap Broadway, LLC
iCap Campbell Way, LLC
iCap Enterprises, Inc. f/k/a Altius Development, Inc.
iCap Equity, LLC
iCap Funding LLC
iCap Investments, LLC
iCap Management LLC
iCap Northwest Opportunity Fund, LLC
iCap Pacific Income 4 Fund,, LLC
iCap Pacific Income 5 Fund, LLC
iCap Pacific Northwest Opportunity and Income Fund, LLC
Icap Pacific NW Management, LLC
iCap Realty, LLC
iCap Vault I, LLC
iCap Vault Management, LLC
iCap Vault, LLC
Senza Kenmore, LLC
UW 17TH AVE, LLC
Vault Holding 1, LLC
VH 1121 14TH LLC
VH 2nd Street Office LLC
VH Pioneer Village LLC
VH Senior Care LLC
VH Willows Townhomes LLC



September 28, 2023

Chris Christensen CEO iCap Enterprises, Inc. iCap Investments, LLC 3535 Factoria Blvd., Suite 500 Bellevue, WA 98006

Re: Revised and Restated Engagement of Paladin Management Group, LLC - Consulting and CRO Services

Dear Mr. Christensen:

This Letter of Agreement ("Agreement"), effective as of July 14, 2023 (the "Effective Date"), confirms the terms under which the entities referenced on the attached schedule (each, a "Client" and collectively, the "Company") have retained Paladin Management Group, LLC, a Nevada Limited Liability Company ("Paladin") to provide professional services. This Agreement revises, restates, and supersedes that certain Engagement Agreement dated July 14, 2023.

1. Chief Restructuring Officer

Effective as of the CRO Effective Date, Paladin will make Lance Miller available to serve as the Company's Chief Restructuring Officer (CRO). The CRO will be an independent officer with fiduciary duties to the Company, and will serve pursuant to corporate resolutions to be passed by the governing authority (e.g., Board of Managers, Board of Directors, or Managing Member) for each of the applicable Clients in form and substance acceptable to the CRO (the "Corporate Resolutions"). Among other things, the CRO will be vested with the following authority, delegated powers, and discretion (the "CRO Services"):

- To devise and implement a strategy or strategies for addressing the Company's debt(s), solvency or insolvency, liquidity, and/or financial condition (collectively, a "Restructuring");
- To retain and supervise professionals on behalf of the Company, including legal counsel, in connection with a Restructuring;
- To incur and authorize payment of expenses that the CRO determines are reasonably necessary in connection with a Restructuring;
- To authorize any Client to borrow funds, provide liens or other security, and/or to enter into any financing, cash collateral, or lending agreement or facility in connection with a Restructuring;

633 W. 5th Street, 28th Floor, Los Angeles, CA 90071 | 213.320.5500 | paladinmgmt.com

- In the reasonable exercise of the CRO's business discretion and judgment, to authorize the commencement of an insolvency proceeding or proceedings (an "Insolvency Proceeding") involving some or all of the Clients (including but not limited to state or federal receivership proceedings, or proceedings under title 11 of the U.S. Code (the "Bankruptcy Code");
- To supervise and otherwise manage all matters reasonably required in order to pursue or otherwise incident to an Insolvency Proceeding;
- To direct the Company's response or strategy in connection with any litigation(s) commenced by creditors of the Company;
- To settle or otherwise resolve debts or obligations of the Company;
- To authorize and direct the sale, disposition, abandonment, or other disposition of Company assets, in connection with a Restructuring; and
- Such other actions or omissions that the CRO reasonably determines are necessary and appropriate to pursue a Restructuring.

2. Consulting Services

Commencing with the Effective Date, Paladin will provide the following services to the Company (the "Consulting Services," and collectively with the CRO Services, the "Services"). Following the CRO's appointment, Paladin's professionals will report directly to the CRO.

- Assist in devising various restructuring strategies and assessing the business and financial impact of those strategies;
- Assist in negotiations with the Company's relevant stakeholders in connection with such strategies;
- Assist in developing and implementing cash management and cash flow forecasting processes;
- Assist in preparing and maintaining liquidity and cash projections and reporting of actual results;
- Prepare certain of the Clients to commence an Insolvency Proceeding;
- Prepare financial forecasts and reports that may be required by the CRO, or the Company's lenders and stakeholders;
- Strategic communication services, which will include but not be limited to, assessment and development of a strategic communications plan, development of communications materials, coordination of media contacts, interviews and other placements and guidance in interactions with media outlets, customers/clients, suppliers/vendors, and other business partners as appropriate;
- Administer any Insolvency Proceeding, once commenced, and assist with any negotiations and other interactions with the Company's stakeholders and their respective advisors in connection with the Insolvency Proceeding; and
- Advice and recommendations with respect to other related matters as the Client or its professionals may request from time to time, as agreed to by Paladin.

3. Term and Termination

The term of this Agreement and the Services will extend until terminated. Either Party may terminate this Agreement and the Services upon seven (7) days' notice to the other Party; provided, however, that termination by any of the Clients shall automatically result in termination as to all Clients. Immediately following termination, the Company shall take all steps reasonably necessary to effectuate removal and replacement (as applicable) of the CRO from all governmental registrations. Following termination, the Services shall immediately cease. The following sections of the Terms and Conditions shall survive termination: 1, 9, 10, 11, 12, 13, 14, 15, 18, and any other provision that would reasonably be expected to survive termination.

4. Retainer and Compensation

As compensation for the Services, Paladin will be paid an hourly rate. Paladin's hourly rates range from \$375 to \$850 per hour, depending on the personnel performing the work. The rate for Lance Miller is \$850, and for Mike Lang is \$650. In addition to the foregoing, in the event that the Company or any of the Clients commence preparation of an Insolvency Proceeding and thereafter for so long as the CRO Services are provided, the Company will pay a monthly fee of \$50,000.

There will be a \$50,000 retainer (the "Retainer") paid to Paladin promptly upon execution of this agreement. The Retainer will be an "evergreen" retainer, such that it will be replenished on a regular basis in order to ensure that the amount of the Retainer is, at all times, greater than Paladin's work in progress and accrued fees.

5. Conditions to Effectiveness

The Consulting Services will commence on the Effective Date. The CRO Services will commence upon the first date following occurrence of each of the following, unless such conditions are waived by Paladin (the "CRO Effective Date"):

- a) Passing of the Resolutions;
- The Company has provided Paladin with written verification that the CRO has been added as a named beneficiary to all existing Directors' and Officers' Liability Insurance policies respecting the Company; and
- c) The Company has paid the Retainer, as set forth in Section 4.

6. Terms and Conditions

Attached hereto as <u>Appendix A</u> are Paladin's terms and conditions. By the Company's execution of this agreement, the Company acknowledges that it has read these terms and conditions, and that it agrees to be bound by each of these terms and conditions, which are hereby incorporated by reference as if fully set forth herein.

If the foregoing accurately sets forth the understanding between us, please so indicate by signing and returning this letter to Paladin.

Very truly yours,

PALADIN MANAGEMENT GROUP, LLC

By: Land Miller

Name: Lance Miller Title: Partner

CONFIRMED AND AGREED:

Chris Christensen on behalf of each Client

-DocuSigned by:

By: Chris Christensen
Name: Chris Christensen

Title: CEO

APPENDIX A

General Terms and Conditions – CRO Services Paladin Management Group, LLC

1. Retainer and Compensation

- (a) <u>Hourly and Weekly Billing</u>. Unless stated otherwise herein, the Company will be billed for Services provided by Paladin Personnel on an hourly basis at the current hourly rate of the Paladin Personnel performing the Services. Paladin adjusts its hourly rates periodically. The Company agrees to pay the hourly rates as reasonably adjusted. Paladin's fees and expenses will be billed to the Company as frequently as weekly and are payable upon receipt. Billable Services include services provided to the Company by Paladin Personnel commencing with the date hereof and continuing after termination of the engagement.
- (b) <u>Flat Fee Services</u>. If the parties have agreed to a Flat Fee or a monthly fee, the Fee shall be paid in full in advance and shall be deemed earned upon receipt. The Fee will constitute payment for all services performed by Paladin Personnel within the scope of the Flat or monthly Fee ("Flat Fee Services"). Services performed by Paladin Personnel at the Company's request that are outside the scope of the Flat Fee Services will be billed on an hourly basis.
- (c) <u>Retainer</u>. The Retainer ensures payment of Paladin's fees. Paladin may apply the Retainer to unpaid invoices without prior notice. Paladin may increase the Retainer to the extent required to ensure that the Retainer is sufficient to cover work in progress and outstanding invoices. The Company shall replenish the Retainer upon Paladin's request. The Retainer will not accrue interest. The balance of the Retainer after payment of Paladin's final invoice, if any, will be returned to the Company.
- (d) <u>Travel</u>. The Company will be responsible for Paladin Personnel travel time and expenses, including travel time and expenses incurred in traveling to and from the Paladin Personnel's home offices to locations other than the Company's offices. Paladin will bill travel time at one-half of the applicable hourly rate; provided that Paladin will bill travel time at its normal hourly rates to the extent Paladin Personnel are performing Services while traveling.
- (e) Expenses. The Company will pay or reimburse Paladin, as applicable, for all documented out-of-pocket expenses reasonably incurred by Paladin and Paladin Personnel in the performance of the Services through the termination date and the reasonable expenses incurred in connection with the Services after the termination date such as travel, and other expenses. Such expenses shall include travel, meals and lodging, delivery services, etc. In addition, in states where Paladin is obligated to collect sales taxes on professional services, such taxes will be billed to the Company.
- (f) <u>Administrative Fee</u>. Paladin is entitled to an administrative fee equal to 4 ½% of the professional fees billed during any billing period. The administrative fee will cover ordinary administrative expenses such as cell phone charges, faxes, general copying expenses and similar ordinary expenses.
- (g) <u>Payment Terms; Interest.</u> Fees and other amounts owed hereunder are due immediately upon receipt of an invoice. In the event that any amounts become past due by more than thirty (30) days, such amounts will accrue interest in the amount of 18.0% per annum.

2. Paladin Personnel

Except as otherwise provided in this Agreement, the Services may be performed by such employees, agents or independent contractors of Paladin, or of any subsidiary or affiliate of Paladin, as Paladin may determine. References to "Paladin Personnel" herein include those employees, agents, and independent contractors of Paladin and its subsidiaries or affiliates that perform Services for the Company.

3. Independent Contractor Status

Paladin shall serve as an independent contractor under this Agreement. Paladin will have exclusive control over the management and operation of the Services provided by Paladin Personnel and will be responsible for hiring, supervising and paying the wages or other compensation due to the Paladin Personnel in connection with this Agreement. No Paladin Personnel will be employed or engaged by the Company either as a director, officer, member, manager, partner, control person, employee, representative, agent or

independent contractor, or in any other capacity; provided that the CRO will serve as an officer of the Company. No Paladin Personnel will be entitled to receive from the Company any compensation, vacation pay, sick leave, retirement, pension or social security benefits, workers' compensation, disability, unemployment insurance benefits or any other employee benefits. Paladin will be responsible for all employment, withholding, income and other taxes incurred in connection with the Services.

4. Company Acknowledgements

The Company acknowledges and agrees that neither Paladin, nor any Paladin Personnel, make any representations, guarantees or predictions that, *inter alia*: (i) An appropriate restructuring proposal or strategic alternative can be formulated; (ii) Any restructuring proposal or strategic alternative formulated by Paladin will achieve the intended results or will be more successful than other possible restructuring proposals or strategic alternatives; (iii) Restructuring is the best course of action for the Company; (iv) Any restructuring proposal or strategic alternative formulated by Paladin will be accepted by the Board, or the Company's creditors, shareholders and other stakeholders. The Company further acknowledges that numerous factors affect the Company's actual financial and operational results, and that these results may materially and adversely differ from the objectives of the restructuring plan or strategy formulated or proposed by Paladin.

5. Accuracy and Completeness of Information

The Company is responsible for providing Paladin with accurate and complete information and materials. The Company will provide Paladin with full and timely access to all Company personnel, books and records, including those of the Company's attorneys, accountants, other agents and third-party representatives, that Paladin Personnel reasonably request in connection with the performance of the Services. Paladin Personnel are entitled to rely on the accuracy of the information and materials provided and shall have no duty to verify the reliability, accuracy or completeness of such information. The Company is responsible for the accuracy and reliability of any plans, strategies, forecasts, quantitative financial models, projections and related computations prepared by Paladin in reliance upon any inaccurate or incomplete information or materials provided. Paladin shall incur no liability to the Company or any third-party arising out of any unreliable, inaccurate or incomplete information or materials provided by the Company.

6. Company Responsibilities

Except as set forth in the final sentence of this section, (i) the Company will make all decisions relating to whether the Company pursues or does not pursue a particular proposal, transaction, plan or strategy, and (ii) the Company is responsible for the implementation and outcome of any proposal, transaction, plan or strategy pursued by the Company. The Company is responsible for any Work Product (as defined below) that is modified in any material respect without Paladin's approval. In the event that Paladin Personnel are appointed an officer or director of the Company, this Section will not apply with respect to the specific decisions made or directed by such appointed officer or director.

7. Excluded Services

Neither Paladin nor any Paladin Personnel will perform any of the following services: insurance advice; investment advice; asset management services, legal, tax or regulatory advice or services; or accounting or audit services, including any financial statement reporting services that are subject to the rules of the AICPA, SEC or other state or national professional or regulatory body.

8. Bankruptcy Proceedings

In the event the Company resolves to file for bankruptcy under Chapter 11 of the Bankruptcy Code or has reason to believe an involuntary petition is likely to be filed, the following provisions shall apply:

- (a) <u>Approval of Engagement</u>. The Company will promptly seek the Bankruptcy Court's approval of Paladin's engagement under this Agreement. The application, proposed order and other supporting documents submitted to the Bankruptcy Court seeking such approval must be satisfactory to Paladin in all respects. Unless agreed otherwise by Paladin, retention of Paladin shall be pursuant to section 363 of the Bankruptcy Code.
- (b) <u>Bankruptcy Services</u>. The term Services as used in this Agreement shall include the services provided by Paladin Personnel in connection with any Bankruptcy Court proceedings ("Bankruptcy Services"). The term "Services" as used herein shall include the Bankruptcy Services.

- (c) <u>Retainer</u>. Paladin may increase the Retainer amount to account for the additional Bankruptcy Services and the Company shall promptly pay Paladin the additional Retainer amount.
- (d) <u>Reimbursement of Costs</u>. Subject to the approval of the Bankruptcy Court, the Company shall pay or reimburse Paladin for all costs reasonably incurred by Paladin or Paladin Personnel in connection with the Bankruptcy Services, including attorney fees.

9. Insurance, Indemnification & Limitation of Liability

As an inducement to Paladin to agree to the Engagement and as further consideration for the Services, the Company agrees to indemnify, insure, defend and limit Paladin's liability as provided below.

(a) Indemnification. The Company agrees to indemnify, defend and hold harmless Paladin, the CRO, Paladin Personnel, and their respective affiliates, former and present members, managers, insurers, directors, officers, employees, agents, independent contractors and controlling persons (each an "Indemnified Party" and collectively, the "Indemnified Parties") to the fullest extent permitted by law against any and all actual or threatened liabilities, losses, judgments, proceedings, litigations, or expenses (including legal fees and other costs reasonably incurred, including expert witness and investigator fees) (collectively, "Indemnified Claims"), arising out of or relating to (i) the Services performed under this Agreement, (ii) Paladin's or the CRO's involvement with the Company or its operations, or (iii) the Company's restructuring efforts generally; provided that indemnity in the preceding sentence shall not apply to any loss, claim, damage, liability or expense to the extent it is found in a final judgment by a court of competent jurisdiction (not subject to further appeal) to have resulted primarily and directly from such Indemnified Party's gross negligence or willful misconduct.

Promptly after receipt by an Indemnified Party of notice of its involvement in any threatened or actual action, matter, proceeding or investigation to which this Section might apply, the Indemnified Party shall, if a claim for indemnification in respect thereof is to be made hereunder, notify the Company of such involvement. Failure by an Indemnified Party hereunder to so notify the Company shall not relieve the Company from its obligations under this Section, except to the extent that the Company suffers actual prejudice as a result of such failure. The Indemnified Party shall have the option to control the defense of any Indemnified Claim, subject to reasonable consultation with the Company; in the event that the Indemnified Party so elects, the Company shall promptly advance or commence payment of any and all fees, expenses, and amounts incurred or to be incurred by the Indemnified Party in connection with the Indemnified Claim, in such frequency and amounts so as to ensure that the Indemnified Party does not pay any such amounts directly. In the event that the Indemnified Party elects for the Company to assume the defense of any Indemnified Claim:

- i. the counsel selected by the Company for such defense shall be reasonably satisfactory to the Indemnified Party;
- ii. the Indemnified Party shall have the right to participate in such action or proceeding and to retain its own counsel, but the Company shall not be liable for any legal expenses of other counsel subsequently incurred by the Indemnified Party in connection with the defense thereof unless (a) the Company has agreed to pay such fees and expenses, or (b) the Company shall have failed to employ counsel reasonably satisfactory to the Indemnified Party in a timely manner; and
- iii. The Company shall not consent to the terms of any compromise or settlement of any Indemnified Claim without the prior written consent of the Indemnified Party, which shall not be unreasonably withheld or delayed.

In the event that the parties dispute whether a claim, proceeding, or litigation constitutes an Indemnified Claim, the Company shall treat such claim, proceeding or litigation as an Indemnified Claim and honor its defense obligations with respect thereto until and unless a court of competent jurisdiction determines in a final, non-appealable order or judgment that the claim, proceeding, or litigation does not qualify for defense under this Section; in that event, the Indemnified Party shall be required to repay any out-of-pocket expenses or amounts previously paid by the Company as part of its defense obligations under this Section.

(b) <u>Limitation of Liability</u>. No Indemnified Party shall be liable (directly or indirectly, in contract or tort or otherwise) to the Company (including its successors and creditors) for any claim arising out of or relating to this Agreement, including any acts or omissions committed by Paladin Personnel in the performance of the Services. Notwithstanding the above, an Indemnified Party may be liable for such losses, claims, damages,

liabilities or expenses if they are found by a court of competent jurisdiction in a final judgment not subject to further appeal to have resulted primarily and directly from such Indemnified Party's gross negligence or willful misconduct or breach of Paladin's obligations under this Agreement; provided that: (i) no Indemnified Party will have any liability for special, consequential, incidental or exemplary damages or loss (including lost profits, savings or business opportunity); and (ii) the Indemnified Parties' aggregate liability is limited to and shall not exceed the total fees paid to Paladin by the Company for Services under this Agreement.

- (c) Additional Indemnification and/or Insurance of the CRO.
 - i. Indemnification of CRO. The Company shall indemnify the CRO to the same extent as the most favorable indemnification it extends to its officers or managers.
 - ii. Within thirty (30) days of the CRO's appointment, the Company shall purchase, at its sole cost and expense, a Side A Directors and Officers insurance policy with the CRO as the sole beneficiary, with policy limits agreeable to the CRO from a carrier an subject to terms and conditions acceptable to the CRO.
- (d) The Company agrees that it will not, without the prior consent of the Indemnified Party, settle or compromise or consent to the entry of any judgment in any pending or threatened claim, action, suit or proceeding in respect of which such Indemnified Party seeks indemnification hereunder (whether or not such Indemnified Party is an actual party to such claim, action, suit or proceedings) unless such settlement, compromise or consent includes an unconditional release of such Indemnified Party from all liabilities arising out of such claim, action, suit or proceeding.
- (e) The indemnification and limited liability provisions contained in this Agreement, including those contained in Section, shall survive and remain in full force and effect upon the termination of this Agreement and the filing of a petition under Chapter 7 or 11 of the United States Bankruptcy Code (or the conversion of an existing case to one under a different chapter).
- (f) The rights provided herein are in addition to and shall not be deemed exclusive of any other rights to which the Indemnified Parties may be entitled under this Agreement, applicable law or otherwise. The Parties agree that failure by the Company to honor its obligations under this Section will result in irreparable harm and injury to the affected Indemnified Party that monetary damages will not be sufficient to address. As such, the Company agrees that, in addition to any and all remedies provided hereunder, breach of this Section shall entitle the Indemnified Parties to injunctive and other equitable relief deemed appropriate by a court of competent jurisdiction, without the need for entry of a bond or other security.

10. Conflicts

Paladin is not currently aware of any relationships with other clients that create actual or potential conflicts of interest with the Company. However, because Paladin serves clients on an international basis, it is possible that Paladin has rendered services to entities or individuals who are in competition with the Company or whose interests potentially conflict with the Company's interests, including creditors of the Company. Nothing in this Agreement prevents Paladin from providing services to such other entities or individuals now or in the future, provided Paladin makes appropriate arrangements to ensure that the confidentiality of the Company's information is maintained. Further, Paladin will not represent the interests of any entities or individuals whose interests are known by Paladin to directly conflict with the Company's interests in connection with any matter in which Paladin is currently providing services to the Company.

11. Confidential Information

Paladin acknowledges and agrees that Paladin Personnel will have access to certain Confidential Information belonging to the Company the disclosure or the use of which in a manner that does not serve the interests of the Company will cause irreparable damage and loss to the Company. For these reasons, Paladin covenants and agrees as follows:

- (a) <u>Use of Confidential Information.</u> Except as otherwise expressly provided herein, Paladin will use the Confidential Information only in connection with the performance of the Services. Paladin will use reasonable efforts to maintain the confidentiality of the Confidential Information.
 - (b) Confidential Information.
 - i. "Confidential Information" means any data or information that is proprietary to the Company

and/or its affiliates that is not generally known to the public, whether in tangible or intangible form, in any and all mediums, including, but not limited to: (i) financial information, projections, operations, sales estimates, business plans and performance results, marketing strategies, and business plans; (ii) plans for products or services, and customer or supplier lists; (iii) any scientific or technical information, invention, design, process, procedure, formula, improvement, technology or method; (iv) any concepts, reports, data, know-how, works-in-progress, designs, development tools, specifications, computer software, source code, object code, flow charts, databases, inventions, information and trade secrets; (v) any other information that should reasonably be recognized as confidential information of the Company; and (vi) any Work Product excluding the Engagement Tools (as those terms are defined in Section 13). Confidential Information need not be novel, unique, patentable, copyrightable or constitute a trade secret in order to be designated Confidential Information.

- ii. Confidential Information shall not include information which: (i) was lawfully possessed by Paladin prior to receiving the Confidential Information from the Company; (ii) becomes rightfully known by Paladin from a third-party source not under an obligation to Company to maintain confidentiality; (ii) is generally known by the public through no fault of or failure to act by Paladin inconsistent with its obligations under this Agreement; (iv) is required to be disclosed in a judicial or administrative proceeding, or is otherwise requested or required to be disclosed by law or regulation, although the requirements of paragraph 5 hereof shall apply prior to any disclosure being made; and (v) is or has been developed by employees, consultants or agents of Paladin without violation of the terms of this Agreement, including the Engagement Tools.
- (c) <u>Permitted Disclosures</u>. Paladin may disclose Confidential Information: (i) to third parties in connection with the performance of its services under this Agreement so long as such disclosures are made pursuant to a confidentiality agreement in form and substance satisfactory to the Company or otherwise with the knowledge and consent of the Company; (ii) in connection with any dispute between Paladin and the Company under or concerning this Agreement, and (iii) pursuant to any request by FINRA, the Securities and Exchange Commission or any other regulatory authority, or pursuant to any order, subpoena or other regulatory or legal process. Paladin shall have the unrestricted right to use and disclose the Engagement Tools, and Paladin shall have the right to use the Company's name and logo, and to provide a description of the services provided by Paladin under this Agreement, in Paladin's public marketing materials.
- (d) <u>Compelled Disclosure of Confidential Information</u>. In the event that Paladin becomes legally compelled to disclose any Confidential Information, to the extent practicable and permitted by applicable law, Paladin shall provide the Company with prompt notice thereof prior to any disclosure of Confidential Information so that the Company may contest such requirement or seek a protective order or other appropriate remedy. Paladin shall use its reasonable best efforts to assist Company in such efforts. In the event that disclosure is required, Paladin will furnish only that portion of the Confidential Information which is legally required.
- (e) Warranty Regarding Authority to Disclose Confidential Information, Indemnification. The Company represents and warrants to Paladin that it has the authority to disclose the Confidential Information to Paladin and agrees to indemnify and defend Paladin against any claims or liability arising out of the Company's disclosure of the Confidential Information to Paladin and/or Paladin's use and disclosure of the Confidential Information pursuant to and in accordance with this Agreement.
- (f) <u>Survival</u>. The rights and obligations of the Parties under this Agreement shall survive the termination of this Agreement and remain binding for a period of one (1) year from the termination date.
- (g) <u>Injunctive Relief</u>. Paladin acknowledges and agrees a violation of this Agreement could cause irreparable injury to the Company and as there is no adequate remedy at law for such violation, the Company may, in addition to any other remedies available to it at law or in equity, enjoin Paladin in a court of equity for violating or threatening to violate this Agreement.
- (h) <u>Ownership of Confidential Information</u>. All Confidential Information disclosed to Paladin by the Company shall remain the property of the Company.
- (i) <u>Return or Destruction of Confidential Information</u>. Upon written request of the Company, Paladin shall promptly return to the Company all Confidential Information and documents received or otherwise obtained from the Company and all copies and excerpts of the same. Upon written request of the Company, Paladin

shall also permanently destroy all electronic and digital versions of the Confidential Information and the documents.

(j) This Agreement shall supersede any preexisting Confidentiality and/or Nondisclosure of Confidential Information Agreement between Paladin and the Company.

12. Work Product; Engagement Tools

- (a) <u>Work Product</u>. Work Product refers to all work product created or produced by Paladin Personnel directly for the Company and delivered to the Company as part of this Engagement, including advice, analyses, financial models, reports, strategies, plans, proposals, and presentation materials.
- (b) <u>Engagement Tools</u>. Engagement Tools includes all methodologies, processes, techniques, ideas, concepts, know-how, procedures, software, templates, models and other intellectual property created, acquired or developed by Paladin Personnel independently of or in connection with this Engagement that are employed by Paladin Personnel in the development and creation of the Work Product.
- (c) <u>Ownership and License</u>. The Engagement Tools are the sole and exclusive property of Paladin. The Company shall not acquire any interest in the Engagement Tools except that Paladin grants the Company a royalty free, worldwide, perpetual, non-transferable license to use the Engagement Tools to the extent they are contained in the Work Product. The Work Product, excluding the Engagement Tools contained therein, is the sole and exclusive property of the Company.
- (d) <u>No Third-Party Beneficiaries</u>. The Work Product is intended solely for the use and benefit of the Company and this Agreement shall not be interpreted as conferring any rights on any other individual as a third-party beneficiary or otherwise.
- (e) <u>Time and Data Sensitive Material</u>. The Company acknowledges that the appropriateness, accuracy and reliability of the Work Product is specific to factors existing at the time the Work Product is developed and that any changes in those factors including those resulting from the passage of time, and any modifications to the Work Product can materially affect the appropriateness, accuracy and reliability of the Work Product.
- (f) <u>Non-Disclosure</u>. The Company covenants and agrees not to disclose Work Product to any persons other than the Company's equity holders, board members, managers, officers, employees, attorneys, agents and other representative, unless:
 - i. Paladin consents to the disclosure;
 - ii. The Work Product contains no material modifications that have not been approved by Paladin; and
 - iii. The disclosure includes a disclaimer approved by Paladin.
- (g) Non-Responsibility: Indemnification. Neither Paladin nor any Indemnified Party (as defined in the Section entitled "Insurance, Indemnification & Limitation of Liability") shall be liable for, and the Company shall indemnify, defend, and hold the Indemnified Parties harmless against, any claims, damages or expense, including attorney fees, arising out of the disclosure of Work Product by the Company or any of its representatives that is not authorized pursuant to subparagraph (f).

13. Alternative Dispute Resolution Procedure

Any controversy or claim arising out of or relating to this Agreement, or any breach thereof, shall be settled by arbitration seated in New York, New York. The physical location of the arbitration hearings shall be held in New York, New York, unless the Parties agree otherwise. All proceedings, filings, and statements made in such arbitration shall be confidential. The arbitration shall be administered by the American Arbitration Association in accordance with its Commercial Arbitration Rules and, with respect to discovery and the taking of evidence, the International Bar Association's Rules on the Taking of Evidence in International Arbitration (the "IBC Rules"). Notwithstanding the IBC Rules, however, the Parties shall be entitled to up to twenty-five (25) written requests for admission ("RFA's") and up to two (2) depositions, each without leave of the arbitral tribunal. The deponent's attendance may be compelled by either request to the arbitral tribunal or order from a court of competent jurisdiction. Failure by either Party to timely respond to RFA's shall be deemed an admission to such RFA's. Failure by either Party to participate in the arbitration (including failure to attend a properly scheduled deposition, conference, or hearing) shall be deemed default and consent to the immediate entry by

the arbitral tribunal of an award in favor of the other Party in an amount equal to the maximum damages reasonably requested by such Party (giving all possible deference to the Parties' limited ability to prove damages in the absence of the other Party's participation). The arbitral tribunal shall immediately enter such award upon request by the participating Party. Any award granted to a Party pursuant to an arbitration in accordance with this Agreement shall be enforceable in foreign jurisdictions in the manner contemplated by the Convention on the Recognition and Enforcement of Foreign Arbitral Awards (the "New York Convention"). Notwithstanding the foregoing, any Party may seek and obtain injunctive and other equitable relief from a court of competent jurisdiction to enforce the provisions of this Agreement without first seeking or obtaining any decision of the arbitral tribunal, with respect to the subject matter of this Agreement.

14. Company's Joint and Several Liability; Right of Setoff

If the Company consists of one or more individuals or entities, then the Company's obligations under this Agreement shall be joint and several obligations of each individual or entity comprising the "Company." Each such individual or entity shall execute this Agreement. Without limiting any other remedy that may be available to Paladin under this Agreement or applicable law, where the "Company" under this Agreement consists of more than one individual or entity, then Paladin shall have against each such individual or entity a right of setoff (notwithstanding any lack of mutuality) under which Paladin may set off against any claim against Paladin by any individual or entity comprising the Company group, all of the claims that Paladin may have against any or all of the individuals or other entities that comprise the Company.

15. Attorneys' Fees and Expenses

In the event of any dispute arising from or relating to these terms or the Agreement, Paladin and the CRO shall be entitled to reimbursement of any and all reasonable costs, damages, and expenses, including attorneys' fees, expended or incurred in connection with such dispute (whether or not Paladin is the substantially prevailing party).

16. Consent; Entire Agreement

In any instance under this Agreement where a party's consent is permitted or required to be given, such consent shall not be withheld unreasonably. This Agreement contains the entire Agreement of the parties with respect to its subject matter and supersedes all prior agreements and understandings between the Company and Paladin with respect to such subject matter. Any modification of or supplement to this Agreement shall be effective only if such modification or supplement is in writing and signed by all parties.

17. Multiple Originals

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same document. This Agreement may be executed by facsimile signatures or signatures forwarded via email.

18. Governing Law; Venue

This Agreement shall be governed by and construed and interpreted in accordance with the laws of Nevada (without regard to conflict of laws principles). Venue for all purposes shall be Washoe County, Nevada.

CLIENT LIST

-Attached-

Schedule 1

Company
iCap Enterprises, Inc. f/k/a Altius Development, Inc.
Icap Pacific NW Management, LLC
Vault Holding, LLC
iCap Vault Management, LLC
iCap Vault, LLC
iCap Vault I, LLC
Vault Holding 1, LLC
iCap Investments, LLC
iCap Pacific Northwest Opportunity and Income Fund, LLC
iCap Equity, LLC
iCap Pacific Income 4 Fund,, LLC
iCap Pacific Income 5 Fund, LLC
iCap Northwest Opportunity Fund, LLC
iCap Funding LLC
iCap Management LLC
iCap Pacific Development LLC
iCap Holding LLC
iCap Holding 5 LLC
iCap Holding 6 LLC
iCap Realty LLC
725 Broadway, LLC
Senza Kenmore, LLC
iCap Campbell Way, LLC
UW 17TH AVE,LLC
iCap Broadway, LLC
VH 1121 14TH LLC
VH Senior Care LLC
VH Willows Townhomes LLC
iCap @ UW, LLC
VH 2nd Street Office LLC
VH Pioneer Village LLC
CS2 Real Estate Development LLC
Lofts@Camas Meadows Phase I, LLC
Lofts@Camas Meadows Phase II, LLC

filling:filli		
Debtor Name iCap Realty, LLC		
United States Bankruptcy Court for the: Eastern	District of	Washington
Case number (If known):		State)

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:
Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
Schedule H: Codebtors (Official Form 206H)
Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
Amended Schedule
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
Other document that requires a declaration
I declare under penalty of perjury that the foregoing is true and correct.
Executed on 09/29/2023 × flux 11/2
MM / DD / YYYY Signature of individual signing on behalf of debtor
Lance Miller
Printed name
Manager Position or relationship to debtor
Position of relationship to deptor

Fill in this information to identify the case:
Debtor name iCap Enterprises, Inc., and affiliated Debtors
United States Bankruptcy Court for the: Eastern District of Washington (State)
Case number (If known):

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest **Unsecured Claims and Are Not Insiders**

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unse If the claim is full claim amount. If total claim amou collateral or seto	ly unsecured, fill claim is partially nt and deduction	for value of
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Yongzhi Liang 103-2-1105, Bai Zi Wan Home, Chaoyang District Beijing, Beijing 100124 China	bonniebinbin@126.com	Money Loaned				\$10,543,746.61
2	Mingyi Hu Room 2606, Qinzhou Mansion, No.6, Lane 111, Qinzhou Road Shanghai China	cansolh@gmail.com	Money Loaned				\$9,619,348.65
3	CWN Holdings Limited Trinity Chambers, PO Box 4301 Road Town, Tortola British Virgin Island	Lin Lan Sun sun2015@vip.163.com	Money Loaned				\$5,000,011.40
4	Devont Capital Limited PO Box 4301, Road Town Tortola, British Virgin Islands British Virgin Islands	Lin Lan Sun sun2015@vip.163.com	Money Loaned				\$4,106,119.25
5	Sinolite Industrial Co. Bldg DEF, 19th Floor, Zhejiang Wuchan Intl Plaza No.445 Kaixuan Road, Jianggan District Hangzhou China	Zhanyun Zheng kassy@sinolite.net	Money Loaned				\$3,727,518.70
6	Cooperativa De Seguros Multiples PO Box 363846 San Juan, PR 00936	Ramon A. Rodriguez Rosa 787-622-8585 ramonr@segurosmultiples.com	Money Loaned				\$2,765,640.46
7	Ruihua Ji No. 11, Lane 688, Pingji Road, Minhang District Shangai, Shangai 201100 China	jiruihua@gmail.com	Money Loaned				\$2,678,960.88

12/15

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of uns If the claim is ful claim amount. If total claim amou collateral or seto	ly unsecured, fill claim is partially int and deduction	n for value of
			,		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	Zheng Revocable Foreign Grantor Trust 7307 N Division St. Suite 303 Spokane, WA 99208	Greg Bowman kassy@sinolite.net aburgeson@nwtrustee.com	Money Loaned				\$2,271,679.27
9	Chunying Tian No. 102, 1st Floor, Unit 2, Building 11 No. 1999 Beichen Avenue, Weiyang District Xi'an, Shanxi	wbyan1105@gmail.com	Money Loaned				\$2,000,000.00
10	China Universal Insurance Company PO Box 71338 San Juan, PR 00936	Raul Ramirez 787-706-7150 raramirez@universalpr.com	Money Loaned				\$2,000,000.00
11	Ruzhen Zhang No.1904, Building 1, No. 1, Shangdi Xinxi Road Haidian District Beijing, Beijing 100085 China	reneeyangny@gmail.com	Money Loaned				\$1,732,387.13
12	Qingxiao Jiang Room 1201, Unit 2, BLD #8, Zhijing Yuan Xixi Cheng Yuan, Xihu District Hangzhou, Zhejiang 310000 China	nickeyjiang@163.com	Money Loaned				\$1,616,716.41
13	Tat lu Room 2301,Block A, Gaxaly Intl Building 167 Huancheng North Road Hangzhou, Zhejiang 310005 China	iutat@sina.com	Money Loaned				\$1,422,689.57
14	Huimin Zhang Xishan St, Building 1, Room 1-4-3 Dalian, Liaoning 116000 China	dalianlfx@126.com	Money Loaned				\$1,419,998.33
15	Kun Wang No.144, Building 14, No.6 Crouching Tiger Bridge Haidian District Beijing, Beijing 100044 China	mayandmay@sina.com	Money Loaned				\$1,315,140.86
16	Zhuhua Li 17225 NE 126th Pl Redmond, WA 98052	springzhang66@gmail.com	Money Loaned				\$1,296,196.01
17	Ping Zhang Room 252, Unit 2, No. 67 East Orchard Tongzhou District Beijing, Beijing 101116 China	joannaheart@163.com	Money Loaned				\$1,258,981.43

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of uns. If the claim is ful claim amount. If total claim amou collateral or seto	ly unsecured, fill claim is partially int and deduction	n for value of
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
18	Yunhua Liu 1155 Northeast 55th Street Seattle, WA 98105	443-256-8594 1669043402@qq.com	Money Loaned				\$1,050,000.00
19	Robert W. Alfini 419 E. Orchard St. Arlington Heights, IL 60005	847-259-1871 bobalfini@aol.com	Money Loaned				\$1,019,207.88
20	Thomas and Jodi Temple w/ rights of survivorship 21 Sycamore Ln. Chester Springs, PA 19425	Thomas Temple 484-467-3373 tom_temple@me.com	Money Loaned				\$1,015,984.76
21	Azure Blue Service Limited Trinity Chambers, PO Box 4301, Road Town Tortola, British Virgin VG1110 United Kingdom	Xueqin Yang sun2015@vip.163.com	Money Loaned				\$1,000,002.08
22	Peng Lyu and Li Tan 1124 E Lake Sammamish Pkwy NE Sammamish, WA 98074	Peng Lyu lilian.tan@maxsolution.com.cn	Money Loaned				\$1,000,000.00
23	Shiying Chen 1102, unit 1, building 5, Mingliyuan Xixi Chengyuan, Xihu District Hangzhou, Zhejiang 310012 China	8407046@qq.com	Money Loaned				\$946,390.95
24	Ching-Ping Hu (Grace Shin) 3rd Flr, No. 143, Section 6 Nanjing East Road, Neihu District Taipei City, Taiwan 114	Ching-Ping Hu jessica.cp.hu@gmail.com	Money Loaned				\$942,299.35
25	Barry M. Abzug Revocable Trust 1949 Leonard Road Falls Church Falls Church, VA 22043	Barry Abzug barry.abzug@verizon.net	Money Loaned				\$902,229.86
26	Yi Xia Building no.8, Lane 600 Fei Hong Road, Yangpu District Shanghai, Shanghai China	xyi9458@gmail.com	Money Loaned				\$880,307.51
27	Steven W. Shaw 11 River Park Drive Cormwell, CT 06416	(860) 538-2347 dr.shaw@shawchiropractic.com	Money Loaned				\$793,689.54

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	debts, bank loans, professional	Indicate if claim is contingent, unliquidated, or disputed	Amount of unse If the claim is full claim amount. If total claim amoun collateral or seto	y unsecured, fill claim is partially nt and deduction	for value of
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Junming Chen 28 10-2-402 Zhichengyuan Xixichengyuan, Xihu Dist. Hangzhou, Zhejiang 310030 China	jimmy@fsiheater.com	Money Loaned				\$765,912.14
Elizabeth Plaza 29 1121 Parrotts Cove Rd Greensboro, GA 30642	eplaza@sconsultantsint.com	Money Loaned				\$750,000.00
Yulan Ren 30 No. 5, Building 15, Meidu Huating 76 Lianhua North Road Dujiangyan City, Sichuan Province 611800 China	miloyezhu@gmail.com	Money Loaned				\$730,063.95

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF WASHINGTON

In re:	Chapter 11
ICAP ENTERPRISES, INC., et al.,1	Case No. 23()
Debtors.	(Joint Administration Requested)

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT

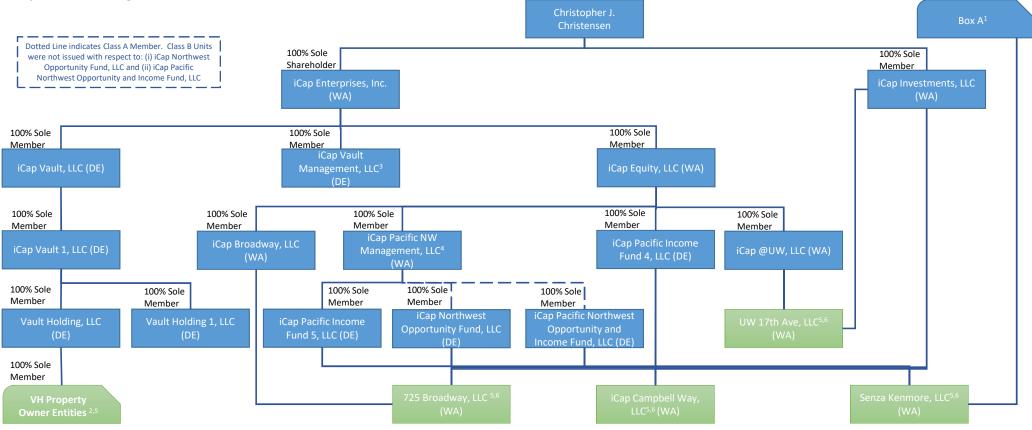
Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, iCap Enterprises, Inc., a Washington corporation, ("iCap") and the affiliated debtors and debtors in possession (each a "<u>Debtor</u>"), hereby state as follows:

1. The ownership chart that follows identifies all entities having a direct or indirect ownership interest in the Debtors. Unless otherwise indicated, each entity owns 100% of those entities falling directly below it in the ownership chart.

[Remainder of Page Intentionally Left Blank]

¹ The last four digits of iCap's federal tax identification number are 0913. The mailing address for iCap is P.O. Box 53232, Bellevue, WA 98015. Due to the large number of debtors in these cases, for which the Debtors have requested joint administration, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed noticing and claims agent, at cases.creditorinfo.com/iCap, or by contacting the proposed undersigned counsel for the Debtors.

iCap Debtor Organizational Chart



- 1. Box A consists of the Class A Units holders of Senza Kenmore, LLC: (i) Devout Capital Limited, (ii) Shiyu Zhang, (iii) Qiong Huang, and (iv) Fengdi Chen.
- 2. VH Property Owner Entities consists of the following prop co. Debtors, all of which are Delaware limited liability companies: (i) VH Willows Townhomes, LLC; (ii) VH Senior Care, LLC; (iii) VH 1121 14th, LLC; (iv) VH 2nd Street Office, LLC; and (v) VH Pioneer Village, LLC.
- 3. iCap Vault Management, LLC is the Manager of (i) all prop co. Debtors included in VH Property Owner Entities, (ii) Vault Holding, LLC, (iii) Vault Holding 1, LLC, and (iv) iCap Vault 1, LLC.
- 4. iCap Pacific NW Management, LLC is the Manager of (i) 725 Broadway, LLC; (ii) iCap Campbell Way, LLC; (iii) UW 17th Ave, LLC; (iv) Senza Kenmore, LLC; (v) iCap Pacific Income Fund 4, LLC; (vi) iCap Pacific Income Fund 5, LLC; (vii) iCap Northwest Opportunity Fund, LLC; (viii) iCap Northwest Opportunity Fund, LLC; (viii) iCap Equity LLC.
- 5. Highlighted entities in green are prop co. Debtors.
- 6. See property specific organizational charts for further details and ownership percentages.

1	Dakota Pearce (WSBA #57011) BUCHALTER	HONORABLE
3	1420 5 th Avenue, Suite 3100 Seattle, Washington 98101 Telephone: (206) 319-7052 Email: dpearce@buchalter.com	
4 5 6 7	Bernard D. Bollinger, Jr. (pro hac vice pending) (CA SBN: 132817) Julian I. Gurule (pro hac vice pending) (CA SBN: 251260) Khaled Tarazi (AZ SBN: 032446) (pro hac vice pending)	
8 9 10	BUCHALTER 1000 Wilshire Blvd., Suite 1500 Los Angeles, California 90017 Telephone: (213) 891-0700 Email: jgurule@buchalter.com	
11	Proposed Counsel to Debtors	ANKRUPTCY COURT
12		T OF WASHINGTON
13	In re:	Chapter 11
14	iCAP ENTERPRISES, INC., et al.,	Lead Case No. 23 - () Jointly Administered
151	1	
1516	Debtors. ¹	CERTIFICATION OF CREDITOR MATRIX
	Debtors. ¹	CERTIFICATION OF CREDITOR
16		CERTIFICATION OF CREDITOR
16 17 18	Pursuant to Rule 1007(a)(1) of the	CERTIFICATION OF CREDITOR MATRIX
16 17 18 19	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies t	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the
16 17 18 19 20 21 22	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies to contains the names and addresses of the Debtors (along with their case numbers) are iCap Entono); Icap Pacific NW Management, LLC (Case No. iCap Vault, LLC (Case No); iCap Vault 1, LLC (Case No	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the hat the Creditor Matrix submitted herewith ebtor's creditors. To the best of the Debtor's erprises, Inc. (Case No); 725 Broadway, LLC (Case); iCap Vault Management, LLC (Case No); se No); Vault Holding 1, LLC (Case No);
16 17 18 19 20 21 22 23	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies to contains the names and addresses of the Debtors (along with their case numbers) are iCap Entonomical No); Icap Pacific NW Management, LLC (Case No. iCap Vault, LLC (Case No); iCap Vault 1, LLC (Cai iCap Investments, LLC (Case No); iCap Pacific No); iCap Equity, LLC (Case No); iCap Pacific No	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the hat the Creditor Matrix submitted herewith ebtor's creditors. To the best of the Debtor's erprises, Inc. (Case No); 725 Broadway, LLC (Case epprises, Inc. (Case No); 125 Broadway, LLC (Case No); 126 Vault Management, LLC (Case No); 127 Vault Holding 1, LLC (Case No); 128 Pacific Income epprises of Case No); 129 Pacific Income
16 17 18 19 20 21 22 23 24	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies to contains the names and addresses of the Debtor the Debtors (along with their case numbers) are iCap Entropy. The Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case numbers) are iCap Entropy. I the Debtors (along with their case num	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the hat the Creditor Matrix submitted herewith ebtor's creditors. To the best of the Debtor's erprises, Inc. (Case No); 725 Broadway, LLC (Case); iCap Vault Management, LLC (Case No); se No); Vault Holding 1, LLC (Case No); thwest Opportunity and Income Fund, LLC (Case No); iCap Pacific Income by Fund, LLC (Case No); Senza Kenmore (Case No. 17th Ave, LLC (Case No); iCap Broadway, LLC (Case No
16 17 18 19 20 21 22 23 24 25	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies to contains the names and addresses of the Debtors (along with their case numbers) are iCap Entonomical No); Icap Pacific NW Management, LLC (Case No. iCap Vault, LLC (Case No); iCap Vault 1, LLC (Cai iCap Investments, LLC (Case No); iCap Pacific Non); iCap Equity, LLC (Case No); iCap Pacific IS Fund, LLC (Case No); iCap Northwest Opportunit); iCap Campbell Way, LLC (Case No); UW No); VH 1121 14 th LLC (Case No); VH Sen LLC (Case No); iCap @ UW, LLC (Case No)	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the hat the Creditor Matrix submitted herewith ebtor's creditors. To the best of the Debtor's erprises, Inc. (Case No); 725 Broadway, LLC (Case); iCap Vault Management, LLC (Case No); se No); Vault Holding 1, LLC (Case No); thwest Opportunity and Income Fund, LLC (Case No); iCap Pacific Income ty Fund, LLC (Case No); iCap Broadway, LLC (Case No); iCap Broadway, LLC (Case No); iCap Broadway, LLC (Case Income LLC (Case No); VH Willows Townhomes); VH 2 nd Street Office, LLC (Case No); VH Pioneer
16 17	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies to contains the names and addresses of the Debtors (along with their case numbers) are iCap Entonomical No); Icap Pacific NW Management, LLC (Case No. iCap Vault, LLC (Case No); iCap Vault 1, LLC (Cai iCap Investments, LLC (Case No); iCap Pacific Non); iCap Equity, LLC (Case No); iCap Pacific IS Fund, LLC (Case No); iCap Northwest Opportunit); iCap Campbell Way, LLC (Case No); UW No); VH 1121 14 th LLC (Case No); VH Sen LLC (Case No); iCap @ UW, LLC (Case No)	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the hat the Creditor Matrix submitted herewith ebtor's creditors. To the best of the Debtor's erprises, Inc. (Case No); 725 Broadway, LLC (Case); iCap Vault Management, LLC (Case No); se No); Vault Holding 1, LLC (Case No); thwest Opportunity and Income Fund, LLC (Case No); iCap Pacific Income ty Fund, LLC (Case No); Senza Kenmore (Case No. 17th Ave, LLC (Case No); iCap Broadway, LLC (Case Ior Care LLC (Case No); VH Willows Townhomes
16 17 18 19 20 21 22 23 24 25	Pursuant to Rule 1007(a)(1) of the above captioned Debtor hereby certifies to contains the names and addresses of the Debtor hereby certifies to contains the names and addresses of the Debtors (along with their case numbers) are iCap Entonomical Pacific NW Management, LLC (Case No); iCap Pacific No); iCap Pacific No); iCap Pacific No); iCap Equity, LLC (Case No); iCap Pacific No); iCap Equity, LLC (Case No); iCap Northwest Opportunity); iCap Campbell Way, LLC (Case No); UW No); VH 1121 14 th LLC (Case No); VH Sen LLC (Case No); iCap @ UW, LLC (Case No)	CERTIFICATION OF CREDITOR MATRIX Federal Rules of Bankruptcy Procedure, the hat the Creditor Matrix submitted herewith ebtor's creditors. To the best of the Debtor's erprises, Inc. (Case No); 725 Broadway, LLC (Case); iCap Vault Management, LLC (Case No); se No); Vault Holding 1, LLC (Case No); thwest Opportunity and Income Fund, LLC (Case No); iCap Pacific Income ty Fund, LLC (Case No); iCap Broadway, LLC (Case No); iCap Broadway, LLC (Case No); iCap Broadway, LLC (Case Income LLC (Case No); VH Willows Townhomes); VH 2 nd Street Office, LLC (Case No); VH Pioneer

knowledge, the Creditor Matrix is complete, correct, and consistent with the Debtor's books and records.

The information contained herein is based upon a review of the Debtor's books and records as of the petition date. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the Creditor Matrix have been completed. Therefore, the listing does not, and should not, be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtor.

CERTIFICATION OF CREDITOR MATRIX

1420 FIFTH AVENUE, SUITE 3100 SEATTLE, WA 98101-1337

725 BROADWAY, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP BROADWAY, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP CAMPBELL WAY, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP ENTERPRISES INC F/K/A ALTIUS PO BOX 53232
BELLEVUE, WA 98015

ICAP EQUITY, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP INVESTMENTS, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP NORTHWEST OPPORTUNITY FUND, L PO BOX 53232 BELLEVUE, WA 98015

ICAP PACIFIC INCOME 4 FUND,, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP PACIFIC INCOME 5 FUND, LLC PO BOX 53232
BELLEVUE, WA 98015

ICAP PACIFIC NW MANAGEMENT, LLC PO BOX 53232
BELLEVUE, WA 98015

ICAP PACIFIC NW OPPORTUNITY & INCO PO BOX 53232
BELLEVUE, WA 98015

ICAP VAULT I, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP VAULT MANAGEMENT, LLC PO BOX 53232
BELLEVUE, WA 98015

ICAP VAULT, LLC PO BOX 53232 BELLEVUE, WA 98015

ICAP@UW, LLC PO BOX 53232 BELLEVUE, WA 98015

SENZA KENMORE, LLC PO BOX 53232 BELLEVUE, WA 98015

UW 17TH AVE, LLC PO BOX 53232 BELLEVUE, WA 98015

VAULT HOLDING 1, LLC PO BOX 53232 BELLEVUE, WA 98015

VAULT HOLDING, LLC PO BOX 53232 BELLEVUE, WA 98015

VH 1121 14TH ST LLC PO BOX 53232 BELLEVUE, WA 98015

VH 2ND STREET OFFICE LLC PO BOX 53232 BELLEVUE, WA 98015

VH PIONEER VILLAGE LLC PO BOX 53232 BELLEVUE, WA 98015

VH SENIOR CARE LLC PO BOX 53232 BELLEVUE, WA 98015

VH WILLOWS TOWNHOMES LLC PO BOX 53232 BELLEVUE, WA 98015

BUCHALTER

ATTN: B.D. BOLLINGER, J. GURULE 1000 WILSHIRE BLVD, SUITE 1500 LOS ANGELES, CA 90017-1730

BUCHALTER

ATTN: KHALED TARAZI 15279 N SCOTTSDALE ROAD, SUITE 400 SCOTTSDALE, AZ 85254-2659

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A3 ACOUSTICS, LLP 241 S LANDER ST. SUITE 200 SEATTLE, WA 98134

AAR TESTING LABORATORY, INC 7126 180TH AVE NE, SUITE C101 REDMOND, WA 98052

AARON AND CHRISTY GURLEY 721 HILDEBRAND CIRCLE FOLSOM, CA 95630

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AARON VAUGHAN
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ABOVE & BEYOND FENCING 5931 238TH STREET SOUTHEAST STE 1C WOODINVILLE, WA 98072

ABRAHAM AND MARIAMMA PETER 47 BROAD AVENUE PARAMUS, NJ 07652

ACCOUNT TEST
ADDRESS UNAVAIL AT TIME OF FILING

ACCOUNTEMPS A ROBERT HALF COMPANY PO BOX 743295 LOS ANGELES, CA 90074-3295

ACKERSON FAMILY LIVING TRUST 4685 AMANDA CT PLANO, TX 75024

ACME (SAMPLE) 10 MAIN RD NEW YORK, NY 31349

ACRE CAPITAL
ADDRESS UNAVAIL AT TIME OF FILING

ACY - DEUCY CRANE SERVICE 3424 SOUTH 256TH STREET KENT, WA 98032

ADAM AND ALYSON TROUTMAN 2315 ASH LANE NORTHBROOK, IL 60062

ADAM B AND SANDRA K YOUNKER 1112 THOMPSON AVE LEHIGH ACRES, FL 33972

ADAM B YOUNKER 1112 THOMPSON AVE LEHIGH ACRES, FL 33972

ADISA 10401 NORTH MERIDIAN STREET SUITE 202 INDIANAPOLIS, IN 46290

ADP, INC 255 S KING ST SEATTLE, WA 98134

ADVANCED STRATEGIES, INC. 362 NORTH MAIN STREET HURON, OH 44839

ADVANTA PO BOX 660676 DALLAS, TX 75266-0676

ADVANTAGE UTILITY CONSULTING, LLC PO BOX 748 MONROE, WA 98272

ADVISORS ON CALL LLC 23276 SOUTH POINTE DRIVE, STE 209 LAGUNA HILLS, CA 92653

ADVISORY GROUP EQUITY SERVICE, LTD 444 WASHINGTON STREET, SUITE 407 WODBURN, MA 01801

ADVISORY GROUP EQUITY SERVICES 10-12 PHOENIX ROW HAVERHILL, MA 01832

AFFIRMA CONSULTING, LLC 3380 146TH PL, SE, STE 200 BELLEVUE, WA 98007

AFH SENIOR CARE C CORP 405 SW 41ST ST SUITE #407 RENTON, WA 98057

AGGREKO INC
ADDRESS UNAVAIL AT TIME OF FILING

AGORAPULSE
132 RUE DE RIVOLI
PARIS, 75001
FRANCE

AGV CONSTRUCTION LLC 31920 162ND PLACE SOUTHEAST AUBURN, WA 98092

AHLERS CRESSMAN & SLEIGHT PLLC 999 3RD AVENUE, SUITE 3800 SEATTLE, WA 98104

AHMAD S MAZUMDER
ADDRESS UNAVAIL AT TIME OF FILING

AI INSIGHT 659 HIGH ST. WORTHINGTON, OH 43085

AIDA ILIYA ESTATE 441 LIBERTY ST SAN FRANCISCO, CA 94114

AIRLINK HOLDING LLC
ADDRESS UNAVAIL AT TIME OF FILING

AIRLINK MARKETS LLC
ADDRESS UNAVAIL AT TIME OF FILING

AJMP ANESTHESIA SERVICES RETIREMEN CARRION COURT ST. #6 APT 704, COND CARRION COURT PLAZA SAN JUAN, PR 00911

ALAN C PURSLEY & KATHY L PURSLEY 702 DURHAM COURT SAN ANGELO, TX 96073

ALAN DEMAR 612 STANFORD LANE BUFFALO GROVE, IL 60089

ALAN GORSUCH 743 BROADWAY TACOMA, WA 98402

ALAN J ROSS 15865 BABCOCK STREET SAN DIEGO, CA 92127

ALAN SETH RUDOLPH 4539 ROCKY MOUNTAIN RD LOVELAND, CO 80538

ALAN SULLIVAN 767 MARRON WAY GARDNERVILLE, NV 89460

ALASKA AIRLINES INC PO BOX 68900 SEATTLE, WA 98168

ALBERT SEWELL 96 SATINWOOD LANE PALM BEACH GARDENS, FL 33410

ALBERT YALE & MARILYN YALE PO BOX 4421 DOWLING PARK DRIVE DOWLING PARK, FL 32064

ALCHEMY REAL ESTATE 88 EAST HAMLIN STREET SEATTLE, WA 98102

ALDRICH WEALTH LP 5946 PRIESTLY DR # 200 CARLSBAD, CA 92008

ALENE BERG 4810 E STATE RD 64 SAINT ANTHONY, IN 47575

ALENE T BERG 4810 E STATE RD 64 SAINT ANTHONY, IN 47575

ALERA MANAGEMENT GROUP ATTN: BEN WILTGEN 5800 SW MEADOWS RD , #230 LAKE OSWEGO, OR 97035

ALFA ELECTRIC INC PO BOX 88466 SEATTLE, WA 98138

ALFONSE LEONARDIS 34 MINE HILL ROAD HACKETTSTOWN, NJ 07840

ALICE CHANG 1201 N WILLET CIRCLE ARAHEIM, CA 92807

ALICIA J THOMAS 607 COLLEGE AVENUE KENNETT, MO 63857

ALISA B BISHOP 5482 S COOLIDGE COURT AURORA, CO 80016 ALL DRYWALL SERVICES LLC 17607 32ND AVENUE EAST TACOMA, WA 98446

ALLAN AND JANISE KLAIMAN 1602 HOLTS GROVE CIRCLE WINTER PARK, FL 32789

ALLAN P KLAIMAN 1602 HOLTS GROVE CIRCLE WINTER PARK, FL 32789

ALLEN D ANDERSON 8372 SE ENCHANTED WAY SPACE #266 TURNER, OR 97392

ALLEN ROBERT FINFROCK 2011 TRUST 1288 ALABAMA DR WINTER PARK, FL 32789

ALLIANCE 2020, INC. PO BOX 4248 RENTON, WA 98057

ALLIANT CREDIT UNION PO BOX 1098 DES PLAINES, IL 60017-1098

ALLIED NATIONAL PO BOX 29189 SHAWNEE MISSION, KS 66201

ALLISON SANTOS 5 WEBSTER STREET LINCOLN, RI 02865

ALLWAYS DRYWALL & REPAIR LLC PO BOX 1197 EATONVILLE, WA 98328

ALMIGHTY TECH INC 1317 CYPRESS ST. VANCOUVER, BC V6J 3L1 CANADA

ALPHA 1 PHOTO + STUDIO 14919 NE 20TH ST BELLEVUE, WA 98007

ALPHA SOLUTIONS 5033 227TH AVE SE ISSAQUAH, WA 98029

ALPHONSE JOHN BALTES LL
PEKING UNIV SHENZHEN GRAD SCHOOL
BLDG 2, XILI UNIVERSITY TOWN
SHENZHEN, GUANGDONG 518005 CHINA

ALTIUS DEVELOPMENT, INC. PO BOX 3907 BELLEVUE, WA 98009

ALTIUS LEGAL, PLLC 3535 FACTORIA BLVD SE SUITE 500 BELLEVUE, WA 98006

AM TRUST NORTH AMERICA, INC. PO BOX 6939 CLEVELAND, OH 44101-1939

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AMERICAN CAPITAL SECURITIES 13769 MYATT AVE. FRISCO, TX 75035

AMERICAN CUSTOM 19405 68TH DRIVE NORTHEAST UNIT B ARLINGTON, WA 98223

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AMERICAN METAL SPECIALTIES
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AML DEVELOPMENT LLC
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AMY WALTON PHOTOGRAPHY 3739 138TH PLACE SOUTHEAST BELLEVUE, WA 98006

ANDREA ENGELMAN 8508 N 86TH STREET SCOTTSDALE, AZ 85258

ANDREA MAKS
ADDRESS UNAVAIL AT TIME OF FILING

ANDREA PINCUS AND JONATHAN PINCUS 303 VILLAGE LANE ROCHESTER, NY 14610

ANDREW AND MICHAEL OLSON 2132 WESTLAKE AVENUE NORTH #110 SEATTLE, WA 98109

ANDREW COSTER
708 GALLEGOS CIRCLE
ERIE, CO 80516

ANDREW DEVOLDER 3865 EAST DUBOIS AVE. GILBERT, AZ 85297

ANDREW DINKELMEYER
6 ASTORIA COURT
ALISO VIEJO, CA 92656

ANDREW RING
ADDRESS UNAVAIL AT TIME OF FILING

ANDREW T MURDOCH 4600 SW KELLY AVE PORTLAND, OR 97239

ANDREW WILLETT 8570 82ND AVE SE MERCER ISLAND, WA 98040

ANDREW WILLINGER 125 WESTCHESTER RD NEWTON, MA 02458

ANDREWS FIXTURE CO ADDRESS UNAVAIL AT TIME OF FILING

ANDY PING ADDRESS UNAVAIL AT TIME OF FILING ANGEL G BERRÍOS AND IRIS A ORTIZ PO BOX 2725 CIDRA, PR 00739-9608

ANGEL G BERRIOS CASTRODAD RR 1 BOX 2725 CIDRA, PR 00739-9871

ANGEL OAK MORTGAGE SOLUTIONS LLC 2493 NE LAUREL CREST LN ISSAQUAH, WA 98029

ANGELA JANE ARENDSEE 408 WATERTON CT BRENTWOOD, TN 37027

ANGELA SCHRIMPL REVOCABLE LIVING T 62 HUNTINGTON CT BURR RIDGE, IL 60527

ANGELA WARM 1228 HOLLOW PONE DRIVE OVIEDO, FL 32765

ANIL G PEIRIS 9838 HARLEY AVE DOWNEY, CA 90240

ANITA C HENRY 1197 LAKE SHORE DRIVE JEFFERSON, GA 30549

ANITA DELLE HERRING PO BOX 214 MILES, TX 76861

ANJIE LI 12-101, HEJIAYUAN DINGYUAN XIHU DISTRICT HANGZHOU, ZHEJIANG, 242332 CHINA ANJU ANAND AND AMRAT ANAND 4124 CASUEWAY VISTA DR TAMPA, FL 33615

ANN MARIE DEIASI 4054 MONTEVERDE WAY SAN ANTONIO, TX 78261

ANN SULLIVAN 1987 GARY COURT UNIT A SCHAUMBURG, IL 60193

ANNETTE GOETZ 191 BAY LAUREL LANE HENDERSONVILLE, NC 28791

ANTHONY CICCOLO 41 FIELDSTONE RD SUDBURN, MA 01776

ANTHONY L G , PLLC 625 N FLAGLER DRIVE, STE 600 WEST PALM BEACH, FL 33401

ANTHONY THOMPSON 5655 S TROPICAL TRAIL MERRIT ISLAND, FL 32952

ANTHONY WALLACE 12087 HIDDEN LINKS DRIVE FORT MYERS, FL 33913

ANTONIA D CHOWDHARI AND SHAUKAT H TENANTS BY ENTIRETY 5181 NEAL DRIVE TAMPA, FL 33617

ANUPAM ASHOK KUMAR GUPTA & KOMAL S TTEES OF ANUPAM ASHOK KUMAR GUPTA 480 BRIDLE CT SAN RAMON, CA 94582 APEX ENGINEERING LLC 2601 S 35TH ST #200 TACOMA, WA 98409

APEX SPECIALTY COATINGS, INC. 979 INDUSTRY DR SEATTLE, WA 98188

APEXICO, LLC 625 DAVID ROAD SANDUSKY, MI 48471

APPLIANCE SERVICE STATION INC 12546 AURORA AVE N SEATTLE, WA 98133-8036

APPLIED PROFESSIONAL SERVICES INC. 43530 SE NORTH BEND WAY NORTH BEND, WA 98045

ARBOR OPTIONS, LLC 21508 52ND PLACE WEST MOUNTLAKE TERRACE, WA 98043

ARIANA HOLDINGS, LLC PO BOX 1847 FRIDAY HARBOR, WA 98250

ARISING PROPERTIES, LLC 103 BROAD VISTA COURT GEORGETOWN, TX 78628

ARIZONA CORPORATION COMISION, SECU 1300 WEST WASHINGTON 3RD FLOOR PHOENIX, AZ 85007

ARLAN B AND SUEANN SHERRILL 10114 BIRDIE CT ROWLETT, TX 75089

ARLAN B SHERRILL 10114 BIRDIE CT ROWLETT, TX 75089

ARNDT COMPANY
ADDRESS UNAVAIL AT TIME OF FILING

ARNOLD CHO 14581 MEDITERRANEAN DR FRISCO, TX 78035

ARONT MASONRY
ADDRESS UNAVAIL AT TIME OF FILING

ARPAD FEJOS & MADELEINE FEJOS 69 BROADFIELD ROAD HAMDEN, CT 06517

ARPAD FEJOS 69 BORADFIELD ROAD HAMDEN, CT 06517

ARTHUR J GALLAGHER
ADDRESS UNAVAIL AT TIME OF FILING

ARTHUR NANNEY
721 EVELAKE CT
LEWISVILLE, TX 75056

ARTHUR O KAPLAN 24 SAGEWOOD DRIVE PELHAM, NH 03076

ARTHUR PROTAS
969 GRAPEVINE LN
PRESCOTT, AZ 86305

ARTURO BENAVENT 1490 S 22ND STREET EL CENTRO, CA 92243 ASAP QUALITY REPAIR, INC 19216 SE 328TH PLACE KENT, WA 98042

ASBESTO-TEST, INC 1429 AVENUE D #187 SNOHOMISH, WA 98290

ASCENT CAPITAL 500 108TH AVENUE NORTHEAST STE 2000 BELLEVUE, WA 98004

ASHBAUGH BEAL, LLP 701 5TH AVE. SUITE 4400 SEATTLE, WA 98104

ASHLAND INVESTMENTS
ADDRESS UNAVAIL AT TIME OF FILING

ASI CAPITAL INVESTMENTS, LLC 2150 S 1300 E , SUITE 360 SALT LAKE CITY, UT 84106

ASM AFFILIATES 2034 CORTE DEL NOGAL CARLSBAD, CA 92011

ASM AFFILIATES 2034 CORTE DEL NOGAL CARLSBAD, CA 92011

ASPECT CONSULTING 350 MADISON AVENUE NORTH BAINBRIDGE ISLAND, WA 98110

ASPHALT PATCH SYSTEMS, INC. 8812 CANYON ROAD EAST PUYALLUP, WA 98371 ASSET FINANCIAL GROUP (AFG)
ADDRESS UNAVAIL AT TIME OF FILING

ASSOCIATED EARTH SCIENCES 911 5TH AVENUE KIRKLAND, WA 98033

ASSURE FUND MANAGEMENT, LLC 2150 S 1300 E , SUITE 360 SALT LAKE CITY, UT 84106

ASSURE HOLDINGS, LLC 2150 S 1300 E , SUITE 360 SALT LAKE CITY, UT 84106

ASYA ROSENFELD 67 BEACONWOOD RD NEWTON, MA 02461

ATLAS GEOSCIENCES NW, LLC PO BOX 1009 SUMNER, WA 98390

ATTORNEY`S TITLE OF WASHINGTON 3906 S 74TH STREET TACOMA, WA 98409

ATWATER ONE, INCORPORATED 17006 22ND STREET NORTHEAST SNOHOMISH, WA 98290

AUSDAL FINANCIAL PARTNERS 5187 UTICA RIDGE ROAD DAVENPORT, IA 52807

AUSTIN M CAVELLI 1750 SOUTH EL CAMINO REAL #103 ENCINITAS, CA 92024 AUTOMATED ACCOUNTS INC 430 W SHARP AVE SPOKANE, WA 99201

AUTOMATIC WILBERT VAULT CO ADDRESS UNAVAIL AT TIME OF FILING

AVANTAX WEALTH MANAGEMENT
ADDRESS UNAVAIL AT TIME OF FILING

AVATAR FINANCIAL GROUP 1200 WESTLAKE AVE NORTH SUITE 1006 SEATTLE, WA 98109

AVENUE5 RESIDENTIAL LLC 901 5TH AVENUE, SUITE 3000 SEATTLE, WA 98164

AVI SURIEL 1826 BAGLEY AVE. LOS ANGELES, CA 90035

AXIS SURVEY & MAPPING, INC. 15241 NORTHEAST 90TH STREET REDMOND, WA 98052

AXOS CLEARING 1200 LANDMARK CENTER, SUITE 800 OMAHA, NE 68102

AZURE BLUE SERVICE LIMITED
TRINITY CHAMBERS, PO BOX 4301
ROAD TOWN
TORTOLA, BRITISH VIRGIN, VG1 110

B & R PLUMBING INC ADDRESS UNAVAIL AT TIME OF FILING B E E CONSULTING, LLC 170 W DAYTON ST. SUITE 206 EDMONDS, WA 98020

B E WINTERS CO INC. CHADWICK & WINTERS LAND SURVEYING 1422 N W 85TH ST. SEATTLE, WA 98117

B EST PARTNERS, LTD. 600 WILKINSON ST., SUITE 300 ORLANDO, FL 32803

B R AND E LAMORRIS THOMPSON 6741 WOLTERS RD SCHUKENBURG, TX 78956

B2
ADDRESS UNAVAIL AT TIME OF FILING

BABAROVICH BUILDERS, LLC ADDRESS UNAVAIL AT TIME OF FILING

BAKER & HOSTETLER LLP PO BOX 70189 CLEVELAND, OH 44190

BALANCE ARCHITECTS PLLC 22927 INDIANOLA ROAD NE POULSBO, WA 98370

BALLARD TREE SERVICE INC 14419 GREENWOOD AVE N SUITE A - PMB 330 SEATTLE, WA 98133

BAMBOOHR LLC 333 S 520 W LINDON, UT 84042-1911 BANK OF AMERICA BUSINESS CARD (DO PO BOX 15796 WILMINGTON, DE 19886

BANKDIRECT CAPITAL FINANCE LLC PO BOX 660448 DALLAS, TX 75266-044

BANNER BANKS
ADDRESS UNAVAIL AT TIME OF FILING

BAOGUO LONG 902 MILL CREEK N, UNIT 902 ROSLYN, NY 11576

BARBARA ANN VAN DRIEL PO BOX 953 BANDERA, TX 78003

BARBARA B WEYMOUTH 297 OAK HILLS ROAD BAR HARBOR, MA 04609

BARBARA BERRY 8250 N 61ST PL. PARADISE VALLEY, AZ 85253

BARBARA ENKE 1226 VISTA SOL PALM SPRINGS, CA 92262

BARBARA F AND MICHAEL J HOSKINS 366 ENGLEWOOD DR KERRVILLE, TX 78028

BARBARA LEE BUCEK MOELLENBERNDT EX U/A DATED 02/24/2012 101 N UPTON AVE SCHULENBURG, TX 78956

BARBARA M WILEY 4014 102ND AVE E EDGEWOOD, WA 98371

BARBARA R DEGNAN 4157 COUNTY RD 328 PROCTOR, TX 76468

BARBARA SEITZINGER 2935 STANBRIDGE CT BETHLEHEM, PA 18020

BARBARA SPITZOCK 14495 W WINDSOR AVE. GOODYEAR, AZ 85395

BARCELO HOMES INC. PO BOX 1639 MERCER ISLAND, WA 98040

BARCELO HOMES, INC PO BOX 1639 MERCER ISLAND, WA 98040

BARGHAUSEN CONSULTING ENGINEERS IN 18215 72ND AVE S
KENT, WA 98032-1006

BARRY ABZUG 1949 LEONARD ROAD FALLS CHURCH, VA 20043

BARRY M ABZUG REVOCABLE TRUST 1949 LEONARD ROAD FALLS CHURCH FALLS CHURCH, VA 22043

BARRY SARNACKI 6000 ELDORADO PARKWAY #914 FRISCO, TX 75033 BARRY SCHNEIDER 6616 RIVER BEND RD FORTH WORTH, TX 76132

BASH CONSTRUCTION LLC 4624 29TH AVENUE NORTHEAST TACOMA, WA 98422

BBG 600 UNIVERSITY ST. SUITE 1617 SEATTLE, WA 98101

BCRA 2106 PACIFIC AVENUE, SUITE 300 TACOMA, WA 98402

BDI INSTALLED BUILDING PRODUCTS PO BOX 11388 BAKERSFIELD, CA 93389

BDR CAPITAL PARTNERS
ADDRESS UNAVAIL AT TIME OF FILING

BDR ISSAQUAH 15 LLC ADDRESS UNAVAIL AT TIME OF FILING

BEACHWORKS LLC
ADDRESS UNAVAIL AT TIME OF FILING

BECKER HARDWOOD
ADDRESS UNAVAIL AT TIME OF FILING

BED BATH AND BEYOND 650 LIBERTY AVE UNION, NJ 07083-8107

BEIJING DHH LAW FIRM 16 F S. TWR SHANGHAI STK EXCH BLDG 528 S PUDONG RD SHANGHAI, CHINA BELVIDERE
ADDRESS UNAVAIL AT TIME OF FILING

BENCHMARK RECYCLING, INC. 3024 SOUTH MULLEN STREET SUITE E TACOMA, WA 98409

BENJAMIN BROUWER 16538 E WESTWIND CT FOUNTAIN HILLS, AZ 85268

BENJAMIN CANNON 4518 VISTA GRANDE ABILENE, TX 79606

BENJAMIN SCHICK 116TH 7TH AVE NE ST. PETERSBURG, FL 33701

BENTLEY SECURITIES CORP 250 PARK AVENUE, SUITE 1101 NEW YORK, NY 10177

BENTON-FRANKLIN TITLE COMPANY 510 N COLORADO ST. STE B KENNEWICK, WA 99336

BERG EQUIPMENT & SCAFFOLDING CO IN 2130 EAST D ST TACOMA, WA 98421

BERING FINANCIAL 546 SILICON DRIVE #103 SOUTHLAKE, TX 76092

BERNTSON PORTER & COMPANY, PLLC 155 108TH AVE NE STE 510 BELLEVUE, WA 98004

BERT GREENWALT
913 FAIRWAY CIRCLE
JONESBORO, AR 72401

BERTRAND L POIRIER 8790 MAPLE ASH TRAIL LELAND, NC 28451

BERTRAND POIRIER & DIANA POIRIER 8790 MAPLE ASH TRAIL NE LELAND, NC 28451

BETTENCOURT FAMILY REVOCABLE TRUST 377 OCEAN BLVD #6 HAMPTON, NH 03842

BETTY A HESSE 14425 SE 240TH ST. KENT, WA 98042

BETTY DOYLENE PILLANS 1420 KARLA DR HURST, TX 76053

BETTY INGLE TOD 4327 S OHIO STREET ST. ANTHONY, IN 47575

BETTY YURKANIN 11596 W SIERRA DAWN BLVD #282 SURPRISE, AZ 85378

BEVERLY A BUCEK EXEMPT TRUST U/A D 106 KEUPER AVE SCHULENBURG, TX 78956

BEVERLY ANNE RAPP 9805 CORNWELL DR HUNTINGTON BEACH, CA 92646 BEVERLY MOSS 2705 BRITTANY LANE GRAPEVINE, TX 76051

BEYLER CONSULTING, LLC 5920 100TH STREET SOUTHWEST LAKEWOOD, WA 98499

BIG MOUNTAIN ENTERPRISES LLC PO BOX 1001 ENUMCLAW, WA 98022

BIG ROCK CAPITAL PARTNERS, LLC ADDRESS UNAVAIL AT TIME OF FILING

BILL C NG PO BOX #14857 SCOTTSDALE, AZ 85267

BILL WALNER ADDRESS UNAVAIL AT TIME OF FILING

BILLIE POIROT PO BOX 217 FORESTBURG, TX 76239

BINA AND RENATO PENAFLOR 1109 MACKIE DR CARROLLTON, TX 75007

BINGBING MENG
BEIFUMINGYUAN, HUANAN SQ, BLDNG 7
UNIT 1, ROOM 301
DALIAN, LIAONING, 116000 CHINA

BINGQING GU ROOM 2102, BUILDING 2, NO. 1378, ZHONGHUA ROAD,, HUANGPU DISTRICT SHANGHAI, 200010 CHINA BISMARK MORTGAGE
ADDRESS UNAVAIL AT TIME OF FILING

BITSURE AGENCY LLC 1856 S ELMHURST RD MOUNT PROSPECT, IL 60056

BKS HOLDINGS 4500 WESTRIDGE AVE, APT #18 FORT WORTH, TX 76116

BLACK SHEEP DEVELOPMENT COMPANY 810 N 36TH ST. SEATTLE, WA 98103

BLACK TAP 136 W 55TH ST. NEW YORK, NY 10019

BLOOMINGWELL REAL ESTATE
ADDRESS UNAVAIL AT TIME OF FILING

BLUELINE 25 CENTRAL WAY SUITE 400 KIRKLAND, WA 98033

BOBBIE DAWN LANDER ESTATE 4516 LOVERS LANE SUITE 266 DALLAS, TX 75225

BOBENHOUSE INDUSTRIES 952 N WOOD CHICAGO, IL 60622

BOGY`S CONSTRUCTION & LANDSCRAPING ADDRESS UNAVAIL AT TIME OF FILING ELLENSBURG, WA

BOLONG HUANG
48 AIRONG RD, YONG JING WAN
BUILDING 7, UNIT 2, #28B
SHENZHEN, CHINA

BONNIE J ZULAWINSKI 8135 W BERWYN AVE. CHICAGO, IL 60656

BOULEVARD GROUP
ADDRESS UNAVAIL AT TIME OF FILING

BOWMAN CREEK CONTRACTING, LLC PO BOX 2234 TACOMA, WA 98401

BOYD AND MICHELE TAYLOR 3410 WILLIAMS DR, SUITE 420.214 MONTROSE, CO 81401

BOYER ELECTRIC
ADDRESS UNAVAIL AT TIME OF FILING

BRADLEY DESIGN GROUP, INC. 4330 N LEXINGTON STREET TACOMA, WA 98407

BRADLEY LAWRENCE PRIVATE CAPITAL ADDRESS UNAVAIL AT TIME OF FILING

BRADLEY VAN VECHTEN
ADDRESS UNAVAIL AT TIME OF FILING

BRADLEY WEALTH MANAGEMENT 4422 N 75TH STREET, SUITE 8001 SCOTTSDALE, AZ 85251

BRALEY-GRAY & ASSOCIATES INC 2818 E 2ND ST VANCOUVER, WA 98661

BRALEY-GRAY
ADDRESS UNAVAIL AT TIME OF FILING

BRANDON AND ANDREA WOLFE 567 PEBBLE BND NEW BRAUNFELS, TX 78130

BRANDON N TZOU 22704 SE 51ST ST ISSAQUAH, WA 98029

BRENDA GARD 125 BRIARCLIFF DR MONETA, VA 24121

BRENDA L REID 6004 PEDERNALES RIDGE NORTH RICHLAND HILLS, TX 76180

BRENT A & KIMBRA L BISHOP PO BOX 232 MEGORGEL, TX 76370

BRENT B AND KARLA M BERRY 1195 COUNTY RD 3545 HONEY GROVE, TX 75446

BRETT JOHNSON
ADDRESS UNAVAIL AT TIME OF FILING

BRIAN AND SHANNON LIEBROCK 2062 EAST WESTCHESTER DR CHANDLER, AZ 85249

BRIAN GOLDENBERG 6706 SHELL FLOWER LN DALLAS, TX 75252 BRIAN GORSKI 30040 12TH AVE SW FEDERAL WAY, WA 98023

BRIAN J SPITZOCK 14494 WEST WINDSOR AVENUE GOODYEAR, AZ 85395

BRIAN JEWELL 8939 WINDING PRAIRIE TRAIL BELVIDERE, IL 61008

BRIAN KIRSCHNER REVOCABLE TRUST AG 1246 WOOD LILY CIRCLE LELAND, NC 28451

BRIAN P NICKELS
1412 TUCKER STATION ROAD APT #322
LOUISVILLE, KY 40299

BRIAN R AND KATHERINE B MALLORY 3050 STANFIELD AVE ORLANDO, FL 32814

BRIAN ROGER 4015 FOREST BEACH BEACH DRIVE NW GIG HARBOR, WA 98335

BRIDGE LENDING ASSOCIATES, LLC 5150 VILLAGE PARK DR SE SUITE 107 BELLEVUE, WA 98006

BRINK CREATIVE LTD - PAY BY WIRE! 20B REEF ST ISLAND BAY, WELLINGTON, 6023 NEW ZEALAND

BRONALYN REPPERT 2231 DAWES PLACE ST. LOUIS, MO 63114 BRONNER HANDWERGER FAMILY TRUST DA 14326 TWISTED BRANCH RD POWAY, CA 92064

BRONNER HANDWERGER 14326 TWISTED BRANCH RD POWAY, CA 92064

BRONNER HANDWERGER, N D APC 14326 TWISTED BRANCH RD POWAY, CA 32131

BRUCE BONADIES 209 BOX MOUNTAIN DR VERNON, CT 06066

BRUCE S BURCH TOD 517 BUCKINGHAM RD MUNDELEIN, IL 60060-1406

BRUCE S BURCH 517 BUCKINGHAM RD MUNDELEIN, IL 60060-1406

BRUCE WORRALL
ADDRESS UNAVAIL AT TIME OF FILING

BRUNETTE MASONRY 8305 135TH ST. E PUYALLUP, WA 98373

BRYAN AND COLLEEN BONADIES 134 JONATHAN TRUMBULL HWY COLUMBIA, CT 06237

BRYAN AND GEORGIA D TROUTMAN PO BOX 1292 BOCA GRANDE, FL 33921 BRYAN BROWN PO BOX 2054 TACOMA, WA 98401

BRYANT K ALLEMAN & JANICE N ALLEMA 123 BAY VIEW ST. SEQUIM, WA 98382

BSP HOLDING LLC COND PARK TERRACE 1501 AVE. ASHFORD, APT. 11B SAN JUAN, PR 00911

BU 1121 14TH AVE ADDRESS UNAVAIL AT TIME OF FILING

BU 2412 10TH ADDRESS UNAVAIL AT TIME OF FILING

BU 6647 WINDERMERE ADDRESS UNAVAIL AT TIME OF FILING

BU 7902 GREENLAKE, LLC ADDRESS UNAVAIL AT TIME OF FILING

BUILD URBAN 999 N NORTHLAKE WAY, SUITE 215 SEATTLE, WA 98103

BUILD WITH STYLE
ADDRESS UNAVAIL AT TIME OF FILING

BUILDER SALES GROUP, LLC 11820 NORTHUP WAY, #E-130 BELLEVUE, WA 98005

BUILDERS CAPITAL
ADDRESS UNAVAIL AT TIME OF FILING

BUMGARDNER ARCHITECTS 2111 THIRD AVENUE SEATTLE, WA 98121

BUSH KORNFELD LLP 601 UNION STREET, SUITE 5000 SEATTLE, WA 98101

BUSH, ROED & HITCHINGS, INC 15400 SE 30TH PLACE, SUITE 100 BELLEVUE, WA 98007

BUSINESS CARD (BANK OF AMERICA) PO BOX 15796 WILMINGTON, DE 19886

BUSINESS IMPACT GROUP LLC 2411 GALPIN COURT SUITE 120 CHANHASSEN, MN 55317

BUTTONWOOD INVESTMENT SERVICES, LL 7901 SOUTHPARK PLAZA, STE 212 LITTLETON, CO 80120

C AND K JOINT TRUST 412 8TH ST.
LAKE OSWEGO, OR 97034

C&S CONSTRUCTION NW INC ADDRESS UNAVAIL AT TIME OF FILING

CAI & ASSOCIATES P C 355 118TH AVE SE BELLEVUE, WA 98005

CAIFENG YU
12A, BLOCK 1, DI TING XUAN, URBAN
NO. 4003 XINZHOU ROAD, FUTIAN DST
SHENZHEN, GUANGDONG 518048 CHINA

CAIJUAN CHEN 605 W WISTARIA AVE ARCADIA, CA 91007

CAIRNCROSS & HEMPELMANN 524 2ND AVENUE SUITE 500 SEATTLE, WA 98104

CAIXIA CHEN
ROOM 602, BUILDING 3, LANE 2466
JINXIU ROAD
SHANGHAI, 201204 CHINA

CAL CONSTRUCTION 3730 178TH PL NE ARLINGTON, WA 98223

CALHOUN LIVING TRUST DTD 2/23/2010 2100 FALCON'S ROOST DR PRESCOTT, AZ 86303

CALIBER HOMES
ADDRESS UNAVAIL AT TIME OF FILING

CAMBRIDGE INVESTMENT RESEARCH, INC 6905 GREENBAY RD #202 KENSOUHA, WI 53142

CANON FINANCIAL SERVICES, INC. 14904 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693

CANOPY WORLD INC
ADDRESS UNAVAIL AT TIME OF FILING

CAPITAL INSURANCE GROUP PO BOX 630610 CINCINNATI, OH 45263

CAPITAL MARKETS IQ 427 N TATNALL ST. STE 52811 WILMINGTON, DE 19801

CAPITAL ONE VISA
ADDRESS UNAVAIL AT TIME OF FILING

CAPITOL SERVICES 108 LAKELAND AVE DOVER, DE 19901

CAPTISCAPES CURB APPEAL MAINTENANC 4029 EAST F STREET TACOMA, WA 98404

CAREY C BURNS
13 SAWMILL RD
ATKINSON, NH 03811

CARL B HINTON
2331 GIRKIN ROAD
BOWLING GREEN, KY 42101

CARL S GEDER 28 CLEEK CT NORTH READING, MA 01864

CARLA P LANE
14 BROWNE ST, UNIT 3
BROOKLINE, MA 02446

CARLENE E WRIGHT 7244 SHADY OAK DR NEWBURGH, IN 47630

CARLOS AMIGUET
PO BOX 270094
SAN JUAN, PR 00928

CARLOS ESTRADA GUTIERREZ, MD 1 AVE PALMA REAL APT 414 GUAYNABO, PR 00969

CARLOS M CHIPI ESTANCIAS DE TORRIMAR 6 PALMA REAL GUAYNABO, PR 00966

CARMEN M COLLADO
MANSION REAL 522 CALLE CASTILLA
COTTO LAUREL, PR 00780

CARMEN TORRES CRUZ PO BOX 309 NARANJITO, PR 00719

CARMONA CONST. & RALPH'S CONC PUMP 3229 PINE ST SUITE C EVERETT, WA 98201

CAROL A POOL 23535 HATTERAS ST. WOODLAND HILLS, CA 91367

CAROL B MOORE 427 BAKER STREET ORLANDO, FL 32806

CAROL DONSBACH TRUST UAD 11/13/14 2734 SHERBROOKE LANE #C PALM HARBOR, FL 34684

CAROL L MONAHAN LIVING TRUST DATED 14601 SHERBROOK PL. UNIT 206 FORT MYERS, FL 33912

CAROL MARTIN 8 GLEN OAKS DR PRESCOTT, AZ 86305 CAROL POOLE 5107 MILBURN ROAD ST. LOUIS, MO 63129

CAROL REED 8531 VICTORY RD LA MESA, CA 91942

CAROL S PORTORS TRUST DATED 1/24/2 51 FERNWOOD AVE BRADFORD, MA 01835

CAROL S PORTORS 51 FERNWOOD AVE BRADFORD, MA 01835

CAROLYN A DEAN
3925 MASSIE AVENUE
LOUISVILLE, KY 40207

CAROLYN ANSLEY
1430 SADDLE CT,
WILLOW PARK, TX 76087

CAROLYN GOINS 133 PRAIRE STAR RD ABILENE, TX 79602

CAROLYN J BRYANT 244 PUEBLO HENRIETTA, TX 76365

CARON ARCHITECTURE LLC PO BOX 31578 SEATTLE, WA 98103

CARRADA`S LANDSCAPING & HOUSE CLEA 7303 NORTHEAST 143RD STREET KIRKLAND, WA 98034

CARY DAVID MCMANUS 201 JOSEPH DR GLENN HEIGHTS, TX 75154

CASCADE BUILDER SERVICES 3519 FOX CT GIG HARBOR, WA 98335

CASCADE BUILT ADDRESS UNAVAIL AT TIME OF FILING

CASCADE CLEAN TEAM, LLC PO BOX 2388 NORTH BEND, WA 98045

CASCADE COLORS
ADDRESS UNAVAIL AT TIME OF FILING

CASCADE DRILLING LP
PO BOX 844046
LOS ANGELES, CA 90084-4046

CASCADE MILLWORK & SUPPLY 6534 20TH ST E SUITE 200 FIFE, WA 98424

CASCADE WEST TITLE
ADDRESS UNAVAIL AT TIME OF FILING

CASEY REVOCABLE TRUST DTD 7/30/201 2209 CHULA VISTA DRIVE PLANO, TX 75023

CASSANDRA J JOHNSON
ADDRESS UNAVAIL AT TIME OF FILING

CASSONDRA GRAFF SEPARATE PROPERTY 22 HANCOCK ST. UNIT #204 PORTLAND, ME 04101

CASTLE SOLO 401K TRUST 35230A SE SEQUOIA PLACE SNOQUALMIE, WA 98065

CATHERINE MIKHLIN 1846 9TH ST. W KIRKLAND, WA 98033

CATHY ZIEGENFUSS 4349 KING GEORGE DR NAZARETH, PA 18064

CBRE, INC. 1300 SW FIFTH AVE, SUITE 3500 PORTLAND, OR 97201

CC EDWARDS CONSTRUCTION, INC. PO BOX 1387 SUMNER, WA 98390

CCM COMMERCIAL 13500 BEL-RED ROAD BELLEVUE, WA 98005

CECI MONTILLA PO BOX 20868 SAN JUAN, PR 00928

CECIL AND JOANNE WARD 3979 SKYLAND DR KINGSPORT, TN 37664

CECIL E AND BARBARA J MILLER TRUST 6231 N MONTE BELLA RD APT 245 TUCSON, AZ 85704

CELIA HOWELL-OSBORNE 1252 REED HOLLOW RD GATE CITY, VA 24251 CENTER STREET SECURITIES, INC. 2 INTERNATIONAL PLAZA SUITE 301 NASHVILLE, TN 37217

CENTURY PACIFIC LLLP 920 5TH AVENUE SEATTLE, WA 98104

CENTURYLINK COMMUNICATIONS, LLC (L BUSINESS SERVICES PO BOX 52187 PHOENIX, AZ 85072-2187

CERTIFIED MAIL ENVELOPES 320 CHARLESTON PL. KISSIMMEE, FL 34747

CES NW, INC. 310 29TH ST NE STE 101 PUYALLUP, WA 98372

CFGI HOLDINGS, LLC PO BOX 791561 BALTIMORE, MD 21279

CHAD AND LINDSEY VALENZUELA 820 EAST SAN LUCAS ROAD PALM SPRINGS, CA 92264

CHANDRA SINHA 5533 E MURIEL DR SCOTTSDALE, AZ 85254

CHANDRAMANI GOWDA 5838 ELO DORADO LANE DUBLIN, CA 94568

CHANGGUO TANG 8513 BRYAN AVE SAINT LOUIS, MO 63117 CHANGHAO QIAN
ROOM 906, NO. 86, CAOBAO RD
XUHUI DISTRICT
SHANGHAI, 200235 CHINA

CHARBONEAU FAMILY FOUNDATION 43536 CANLA DR PAW PAW, MI 49079

CHARLES A MCCORD AND JANET E MCCOR 15533 NORTHEAST STAG HOLLOW ROAD YAMHILL, OR 97148

CHARLES B LEMPESIS, CHTD 1950 BELLERIVE LANE, #110 COEUR D` ALENE, ID 83814

CHARLES C ALLABEN 22510 NE 114TH ST REDMOND, WA 98053

CHARLES J FEBEL TRUST U/T/D 9/10/1 12941 SOUTH OAK PARK AVENUE PALOS HEIGHTS, IL 60463

CHARLES L LANZA, SR 7292 OAK VILLA DRIVE GERMANTOWN, TN 38138

CHARLES LANZA 119 INVERNESS DR TROPHY CLUB, TX 76262

CHARLES MOORE 2014 CHURCH SULPHUR SPRINGS, TX 75482

CHARLES ROSS MCKENRICK 32 WALKER STREET SEEKONK, MA 02771 CHARLES S AND BETH A HALL 516 SYLVAN DR WINTER PARK, FL 32789

CHARLES T AND SANDRA C FROST 905 CRESTMOOR DR ALLEN, TX 75013

CHARLES W AND JOYLYN M WHITAKER 149 E COVE RD SARATOGA SPRINGS, UT 84045

CHARLES W WHITAKER 149 E COVE RD SARATOGA SPRINGS, UT 84045

CHARLOTTE PARNAGIAN 38 GLENDALE ROAD BOXFORD, MA 01921

CHARWYNNE SCHNEIDER 6616 RIVER BEND RD FT WORTH, TX 76132

CHASE BANK ADDRESS UNAVAIL AT TIME OF FILING

CHAUNER SECURITIES 666 DUNDEE RD , STE 903 NORTHBROOK, IL 60062

CHAYA VIVIAN KRASNOW FAMILY TRUST 3 DOVE LN LAKEWOOD, NJ 08701

CHEN JIN
RM 1701, 100#, YU SHAN RD
SHANGHAI,
CHINA

CHEN XI 6910 OLD REDMOND RD APT 122 REDMOND, WA 98052-6829

CHENGLING SU
NO.14, JIAJIA VILLAGE, DAQIAO TOWN
TIANQIAO DISTRICT
JINAN, SHANDONG, CHINA

CHERIE BECK 4903 NORTHAVEN AVE. SAN DIEGO, CA 92110

CHERIE S NILES 88 ENGLISH TURN DR NEW ORLEANS, LA 70131

CHERYL HENLEY 15 PALOMA PACIFICA, CA 94044

CHICAGO TITLE COMPANY OF WASHINGTO ATTN: MELANIE MINOR 701 5TH AVE SUITE 2700 SEATTLE, WA 98101

CHICAGO TITLE INSURANCE COMPANY 701 FIFTH AVENUE, SUITE 2700 SEATTLE, WA 98104

CHIH-CHENG WANG (GRACE SHIN)
2F, NO, 15-1, LANE 61, LINYI ST.,
ZHONGZHENG DISTRICT
TAIPEI CITY, TAIWAN 100012

CHIHPING MICHAEL LO 4720 227TH PL SE SAMMAMISH, WA 98075 CHINA OFFICE
ADDRESS UNAVAIL AT TIME OF FILING

CHING-AN LIU (GRACE SHIN)
19, JALAN DAUN INAI
9 SUNWAY SPK DAMANSARA
KUALA LUMPUR, 52200 MALAYSIA

CHING-PING HU (GRACE SHIN)
3RD FLR, NO. 143, SECTION 6
NANJING EAST ROAD,, NEIHU DST
TAIPEI CITY, TAIWAN 114

CHINOISE CAFE 936 NE PARK DR ISSAQUAH, WA 98029

CHINOOK ROOFING & GUTTERS 5113 PACIFIC HIGHWAY EAST SUITE 8 FIFE, WA 98424

CHRIS BOWN 10222 WATERS AVE S SEATTLE, WA 98178

CHRIS CHRISTENSEN
3535 FACTORIA BLVD SE, SUITE 500
BELLEVUE, WA 98006

CHRIS SPARKS
ADDRESS UNAVAIL AT TIME OF FILING

CHRISTINA A WHITE 19 WHIPPLE ROAD KITTERY, ME 03904

CHRISTINA E HITE REVOCABLE TRUST 426 W LYMAN AVENUE WINTER PARK, FL 32987

CHRISTINA O SLIGAR 4028 102ND AVE E EDGEWOOD, WA 98371

CHRISTINE TAYLOR
11664 SPOTTED MARGAY AVENUE
VENICE, FL 34292

CHRISTOPHER A AND JANICE A BREIT 24108 W 79TH TERRACE LENEXA, KS 66227

CHRISTOPHER AND MEGHAN CAIN DAVIS 3315 SADDLEWOOD CT NEW ALBANY, IN 47150

CHRISTOPHER CHRISTENSEN 2493 NE LAUREL CREST LN ISSAOUAH, WA 98029-7613

CHRISTOPHER D SNELLING
ADDRESS UNAVAIL AT TIME OF FILING

CHRISTOPHER J MATZ 42 COMMONS DR PALOS PARK, IL 60464

CHRISTOPHER JONES ARCHITECTS 509 OLIVE WAY, SUITE 1416 SEATTLE, WA 98101

CHRISTOPHER KEARNEY 2210 EAST LYNX PLACE CHANDLER, AZ 85249

CHRISTOPHER KEEN 3202 W PAUL AVE TAMPA, FL 33611

CHUNYING TIAN
NO. 102, 1ST FLR, UNIT 2, BLDNG 11
NO. 1999 BEICHEN AVENUE, WEIYANG
XI`AN, SHANXI, CHINA

CIL GROUP LTD FLOOR 48, NO 3, HONGQIAO RD SHANGHAI, CHINA

CITY BANK ADDRESS UNAVAIL AT TIME OF FILING

CITY OF BELLEVUE PO BOX 90012 BELLEVUE, WA 98009-9012

CITY OF BREMERTON 345 6TH STREET, SUITE 100 BREMERTON, WA 98337

CITY OF BUCKLEY
ADDRESS UNAVAIL AT TIME OF FILING

CITY OF CAMAS COMMUNITY DEV DEPT OF PLANNING 616 NE FOURTH AVE CAMAS, WA 98607

CITY OF KENMORE 18120 68TH AVE NE KENMORE, WA 98028

CITY OF KIRKLAND PO BOX 3865 SEATTLE, WA 98124-3865

CITY OF NEWCASTLE 12835 NEWCASTLE WAY NEWCASTLE, WA 98056-1316 CITY OF RENTON COMMUNITY & ECONOMI ATTN H BAHNMILLER RENTON CTY HALL 1055 SOUTH GRADY WAY RENTON, WA 98055

CITY OF RENTON
CITY OF RENTON CLERK'S OFFICE
1055 S GRADY WAY
RENTON, WA 98055

CITY OF RENTON, TAX & LICENSE PO BOX 35136 SEATTLE, WA 98124

CITY OF RUSTON
ADDRESS UNAVAIL AT TIME OF FILING

CITY OF SEATTLE - SDOT TREASURY DEPT ACCTS RECEIVABLE PO BOX 94626 SEATTLE, WA 98124

CITY OF SEATTLE - SEATTLE LIGHT & PO BOX 35177 SEATTLE, WA 98124

CITY OF SEATTLE
DEPT OF PLANNING AND DEVELOPMENT
700 FIFTH AVENUE, SUITE 2000
SEATTLE, WA 98124-4019

CITY OF TACOMA
747 MARKET ST. ROOM 345
TACOMA, WA 98402-3701

CITY TREASURER
PW CONSTRUCTION
PO BOX 11367
TACOMA, WA 98411-0367

CLARAPHI ADVISORY NETWORK 120 VANTIS DR SUITE 585 ALISO VIEJO, CA 92656

CLARENCE MILLER 309 SPRINGFIELD LANE WAXAHACHIE, TX 75165

CLARK COUNTY PUBLIC WORKS ATTN: LIZ APOSTOLIS 1300 FRANKLIN STREET - 4TH FLOOR VANCOUVER, WA 98660

CLARK COUNTY PO BOX 5000 VANCOUVER, WA 98666

CLARK REGIONAL WASTEWATER DISTRICT PO BOX 8979 VANCOUVER, WA 98668

CLEARVIEW VENTURE GROUP
ADDRESS UNAVAIL AT TIME OF FILING

CLIFFORD M KARLIN 319 PROVINCIAL DR MORGANVILLE, NJ 07751

CLINTON SANNER ARASELI SANNER JT 600 NEW HOPE ROAD EAST MCKINNEY, TX 75071

CLOSET CREATIONS
3609 168TH ST NE
#3008
ARLINGTON, WA 98223

CLOSING BALANCES CUSTOMER&VENDOR A ADDRESS UNAVAIL AT TIME OF FILING

CMS, CORP ADDRESS UNAVAIL AT TIME OF FILING

CNA SURETY CORPORATION PO BOX 957312 ST. LOUIS, MP 63195

CNP TX VENMO ADDRESS UNAVAIL AT TIME OF FILING

COAKLEY DEVELOPMENT GROUP LLC 3933 LAKE WASHINGTON BLVD NE STE 100 KIRKLAND, WA 98033

COAL CREEK UTILITY DISTRICT 6801 132ND PLACE SOUTHEAST NEWCASTLE, WA 98059

COAST COMMUNICATIONS 349 DAMON RD NE OCEAN SHORES, WA 98569

COASTAL CLOUD, LLC 1 HAMMOCK BEACH PKWY PALM COAST, FL 32137

COBALT CAPITAL, INC 250 INTERNATIONAL PARKWAY SUITE 270 LAKE MARY, FL 32746

COBALT DEVELOPMENT, LLC 8215 SW TUALATIN SHERWOOD RD #200 TUALATIN, OR 97062

COHEN FAMILY TRUST UAD 10/26/11 11725 SPRINGSIDE ROAD SAN DIEGO, CA 92128 COHO CAFE 8976 161ST AVE NE REDMOND, WA 98052-7554

COLBY WANG 125 BRANCH IRVINE, CA 92618

COLLIERS INTERNATIONAL, SEATTLE ADDRESS UNAVAIL AT TIME OF FILING

COLLIERS INTERNATIONAL, SEATTLE ADDRESS UNAVAIL AT TIME OF FILING

COLLIERS VALUATION & ADVISORY SERV 700 WASHINGTON STREET, SUITE 608 VANCOUVER, WA 98660

COLONIAL LIFE & ACCIDENT INSURANCE 1200 COLONIAL LIFE BLVD W COLUMBIA, SC 29210-7670

COLORADO FEDERAL ADDRESS UNAVAIL AT TIME OF FILING

COLPITTS DEVELOPMENT COMPANY, LLC ADDRESS UNAVAIL AT TIME OF FILING

COLPITTS SUNSET, LLC
ADDRESS UNAVAIL AT TIME OF FILING

COLUMBIA COMMERCIAL, LLC PO BOX 820406 VANCOUVER, WA 98682

COLUMBIA PROPERTY MANAGEMENT ADDRESS UNAVAIL AT TIME OF FILING COMCAST XFINITY
ADDRESS UNAVAIL AT TIME OF FILING

COMERCIAL BERRÍOS, INC. CALLE BARCELO #64 CIDRA, PR 00739

COMMISSIONER OF SECURITIES STATE OF LA OFFICE OF FIN INST PO BOX 94095 BATON ROUGE, LA 70804-9095

COMMUNITY NATIONAL BANK 225 MAIN STREET, PO BOX 225 SENECA, KS 66538

COMPACTION AND RECYCLING EQUIPMENT 12250 SE CAPPS RD CLACKAMAS, OR 97015

CONCUR INC ADDRESS UNAVAIL AT TIME OF FILING

CONE ARCHITECTURE, LLC 1319 N 49TH STREET SEATTLE, WA 98103

CONNOR HUDSON
ADDRESS UNAVAIL AT TIME OF FILING

CONSTANCE CROTHERS 3214 186TH PL. SE BOTHELL, WA 98012

CONSTRUCTION TESTING LAB, INC 400 VALLEY AVENUE NORTHEAST SUITE 102 PUYALLUP, WA 98372

CONTEMPORARY HOME SERIVES, INC. 2002 WEST VALLEY HWY N STE 600 AUBURN, WA 98001

CONTOUR ENGINEERING LLC PO BOX 949 GIG HARBOR, WA 98335

COOPERATIVA DE SEGUROS MULTIPLES PO BOX 363846 SAN JUAN, PR 00936

CORE DESIGN, INC. 14711 NE 29TH PL #101 BELLEVUE, WA 98007

CORPORATE CREATIONS INTERNATIONAL 11380 PROSPERITY FARMS ROAD #221 E PALM BEACH GARDENS, FL 33410

COSTAR

ATTN: ACCOUNTING DEPT. - CONTRACTS 1331 L STREET NW, WA 20005

COSTCO BUSINESS CENTER 19105 HIGHWAY 99 LYNNWOOD, WA 98036

COSTCO CHECKS - HARLAND CLARKE CHE PO BOX 351220 NEW BRAUNFELS, TX 78135

COSTCO.COM 1801 10TH AVE NW ISSAQUAH, WA 98027

COUNTERBALANCE CONSULTING GROUP LL 932 W EMERSON ST, APT C SEATTLE, WA 98119

COUNTRY GREEN TURF FARM
ADDRESS UNAVAIL AT TIME OF FILING

COURTESY GLASS (USI)
15530 WOODINVILLE REDMOND RD NE
SUITE B100
WOODINNVILLE, WA 98072

COURTNEY BARTON 15507 SE 176TH PLACE RENTON, WA 98058

COURTNEY PATTERSON 15 PALOMA PACIFICA, CA 94044

COX FAMILY TRUST 11827 SOUTH TUZIGOOT COURT PHOENIX, AZ 85044

COZY HEATING INC. 20221 67TH AVE NE ARLINGTON, WA 98223

CPH CONSULTANTS LLC 11321-B NE 120TH STREET KIRKLAND, WA 98034

CR GUTTERS INC. (DO NOT USE)
ADDRESS UNAVAIL AT TIME OF FILING

CR GUTTERS, INC. PO BOX 1602 SUMNER, WA 98390

CRAIG FREEBORN
6421 MCKINNEY RANCH PARKWAY#4012
MCKINNEY, TX 75070

CRAIG HERRING 100 SEAN LN GLENMORE, PA 19343

CRANE WORKS 4X4 LLC ADDRESS UNAVAIL AT TIME OF FILING

CREATIVE CIRCLE LLC PO BOX 74008799 CHICAGO, IL 60674-8799

CRESCENT GROVE ADVISORS LLC ADDRESS UNAVAIL AT TIME OF FILING

CRESTRIDGE CAPITAL ADDRESS UNAVAIL AT TIME OF FILING

CROWN CFR
ADDRESS UNAVAIL AT TIME OF FILING

CRUTTERS
ADDRESS UNAVAIL AT TIME OF FILING

CRYSTAL CLEAR CLEANING SERVICES 20228 109TH STREET SOUTHEAST SNOHOMISH, WA 98290

CS REAL ESTATE DEVELOPMENT LLC 18323 BOTHELL EVERETT HWY SUITE 2200 BOTHELL, WA 98012

CS REAL ESTATE DEVELOPMENT LLC ADDRESS UNAVAIL AT TIME OF FILING

CS REAL ESTATE DEVELOPMENT ADDRESS UNAVAIL AT TIME OF FILING

CS2 REAL ESTATE DEVELOPMENT LLC 18323 BOTHELL EVERETT HWY STE 220 BOTHELL, WA 98012-5246

CUSHMAN & WAKEFIELD OF WASHINGTON, VALUATION & ADVISORY 200 SW MARKET ST, SUITE 200 PORTLAND, OR 97201

CUSTOM CHOICE DOOR AND MILLWORK LL 8607 DURANGO ST SW STE B LAKEWOOD, WA 98499

CWN HOLDINGS LIMITED
TRINITY CHAMBERS, PO BOX 4301
ROAD TOWN,
TORTOLA, BRITISH V ISLANDS

CYAN
ADDRESS UNAVAIL AT TIME OF FILING

CYNTHIA M GAUTHIER 4105 EAST HOOT OWL TRAIL CAVE CREEK, AZ 85331

D BUGBEE & SCALIA, PLLC 155 NORTHEAST 100TH STREET SUITE 205 SEATTLE, WA 98125

DALE AND MICHAEL BLANCHETTE 1 CHASE LN LINCOLN, RI 02865

DALE SHOE MAKER DO NOT USE ADDRESS UNAVAIL AT TIME OF FILING

DALE SHOEMAKER
ADDRESS UNAVAIL AT TIME OF FILING

DALE WILLIAMS
755 SHADOW CREEK TRAIL
AMHERST, OH 44001

DAMIEN BEACH PO BOX 461 ELDORADO, TX 76936

DAN WANG ADDRESS UNAVAIL AT TIME OF FILING

DANA HOOSTON
59 SARATOGA
NEWPORT BEACH, CA 92660

DANFAN LIN
ROOM 2001, 4C, WANKE HUXIN ISLAND
HU LI DISTRICT
XIAMEN, FUJIAN, CHINA

DANIEL BERTONCINI 2140 THORNBURY LN ALLEN, TX 75013

DANIEL C VAN HESPEN 12580 PATHOS LN SAN DIEGO, CA 92129

DANIEL J HOFFMAN PO BOX 812 SEAHURST, WA 98062

DANIEL K SCHWARTZ 14732 BEVERLY STREET OVERLAND PARK, KS 66223

DANIEL M SUTCH 422 GLENDORA AVE. DAYTON, OH 45409 DANIEL STREHLOW 12355 220TH STREET E HASTINGS, MN 55033

DANIEL TOOMEY 129 BRISTOL RD WELLESLEY, MA 02481

DANNY G DEWOLF REVOCABLE LIVING TR DATED APRIL 14, 2021 4450 PARK PLACE DR SHELBY TOWNSHIP, MI 48316

DARLING FAMILY TRUST 4 AVIS CT ORINDA, CA 94563

DARREN P AND VIRGINIA M EVANS 5012 MANCHESTER ROAD HIGHLAND VILLAGE, TX 75077

DAVES SEPTIC SERVICES, INC. PO BOX 826 SEABECK, WA 98380

DAVID & EMILY TROUTMAN W/ RIGHTS O 1331 WEST MOUNTAIN AVENUE FORT COLLINS, CO 80521

DAVID & KATHERINE EMANUEL REVOCABL 6745 MILPA ALTA NE RIO RANCHO, NM 87144

DAVID A STRAZ, JR FOUNDATION 4401~W KENNEDY BLVD , STE 105~TAMPA, FL 33609~W

DAVID A STRAZ, JR REVOCABLE TRUST 4401 W KENNEDY BLVD , STE 105 TAMPA, FL 33609

DAVID AND LOIS GARDNER, TTEES OF C 6915 E DAVIS RD SCOTTSDALE, AZ 85266

DAVID ANSLEY 1430 SADDLE COURT WILLOW PARK, TX 76087

DAVID B SALTZMAN 24 MULLARKEY DRIVE WEST ORANGE, NJ 07052

DAVID C AND MARY SUE SCHICK 2610 E PRAIRIE CREEK DRIVE RICHARDSON, TX 75080

DAVID CRAIG COLLISON 9752 TWIN CREEK DR DALLAS, TX 75228

DAVID E AND PATRICIA BROWN, JTWROS 5814 JESTER DR GARLAND, TX 75044

DAVID EHRLICH 340 GONOWABIE ROAD INCLINE VILLAGE, NV 89450

DAVID ELKIN 10701 STONEYHILL DRIVE SILVER SPRING, MD 20901

DAVID EMANUEL & KATHERINE EMANUEL 6745 MILPA ALTA NE RIO RANCHO, NM 87144

DAVID F COOK 2011 TRUST 801 VIA LUGANO WINTER PARK, FL 32789

DAVID F COOK 801 VIA LUGANO WINTER PARK, FL 32789

DAVID G STEVANS 771 FOLLY HILL RD WEST CHESTER, PA 19382

DAVID GOLD 782 MERCER LN WEST CHESTER, PA 19380

DAVID JONES
925 S HWY 208
COLORADO CITY, TX 79512

DAVID K GEDER 245 ARROWHEAD RD MARSHFIELD, MA 02050

DAVID KIMBLE 3038 PRESTON CLUB DRIVE SHERMAN, TX 75092

DAVID L RODGERS 3106 MEADOW WOOD DR RICHARDSON, TX 75082

DAVID M BURNS FAMILY TRUST 75 FRANCIS STREET, UNIT 1 BROOKLINE, MA 02446

DAVID M DAVIS, JR 7236 BAY HILL DR FRISCO, TX 75034

DAVID M GARDNER IRA 1905 B LYDIA COURT URBANA, IL 61802 DAVID MADDOCK
ADDRESS UNAVAIL AT TIME OF FILING

DAVID P EMANUEL 6745 MILPA ALTA NE RIO RANCHO, NM 87144

DAVID P GIANAKOS 21 MOUNTAIN HIGH CT LITTLETON, CO 80127

DAVID SCOTT MCMANIS 5304 CHINN CHAPEL RD FLOWER MOUND, TX 75028

DAVID TROUTMAN
1331 WEST MOUNTAIN AVENUE
FORT COLLINS, CO 80521

DAVID W CAMPBELL 32 PHILLIPS DR MARBLEHEAD, MA 01945

DAVIDO CONSULTING GROUP, INC (D C 9706 4TH AVE NE, SUITE 300 SEATTLE, WA 98115

DAVIS CRAIG, PLLC 13355 NOEL ROAD, SUITE 2018 DALLAS, TX 75240

DAWN BRADLEY
2433 ARNOLD PALMER DRIVE
BLAINE, MN 55449

DEBORAH S HOFFMAN 5844 112TH AVE E PARRISH, FL 34219 DEBRA BENVENISTE 1005 CARAWAY DRIVE WHITTIER, CA 90601

DEBRA C WALLACE 51 WINTERBERRY TRAIL CLAYTON, GA 30525

DEBRA D PAYNE 1008 HIDDEN OAKS CT COLLEYVILLE, TX 76034

DEBRA J MAY 331 REMINGTON RD EAST STROUDBURG, PA 18302

DEBRA UNRUH 2775 SHADOW DANCER TRAIL RENO, NV 89511

DEEPAK KHUNTIA 1358 COUNTRY CLUB DR LOS ALTOS, CA 94024

DEFINITI LLC 2201 TIMBERLOCH PLACE, STE 150 THE WOODLANDS, TX 77380

DEL FRISCO`S DOUBLE EAGLE STEAKHOU 1221 6TH AVE NEW YORK, NY 10020

DELICATE GRASS 18824 SE 164TH ST RENTON, WA 98058

DELIVERY EXPRESS INC. 405 EVANS BLACK DRIVE TUKWILA, WA 98188 DELONG LANDSCAPING 9822 CANYON RD E PUYALLUP, WA 98373

DELTA AIR LINES, INC. 1030 DELTA BLVD ATLANTA, GA 30354-1989

DELTA DENTAL ADDRESS UNAVAIL AT TIME OF FILING

DENA KAPLAN 6737 TEMA ST. SAN DIEGO, CA 92120

DENALI TOWNHOMES
ADDRESS UNAVAIL AT TIME OF FILING

DENISE BROWN 8345 CR 422 CROSS PLAINS, TX 76433

DENISE BRUNAL-HICKS 300 DUNES BLVD #901 NAPLES, FL 34110

DENISE M ARNOLD TRUST 5482 S COOLIDGE CT AURORA, CO 80016

DENNIS MATYJA 3812 PARK BLVD UNIT 313 SANI DIEGO, CA 92103

DENNIS ROSINI 5113 MARBLE FALLS LN PLANO, TX 75093 DENNIS SHIRLEY
4531 EAST PEPPER TREE LANE
PARADISE VALLEY, AZ 85253

DEPT. OF TRANSPORATION NW REGION PO BOX 330310 SEATTLE, WA 98133

DEREK E WOODS 2129 FOREST LAGOON PL. WILMINGTON, NC 28405

DEREK SHEN
ADDRESS UNAVAIL AT TIME OF FILING

DERMOT ROGERS
440 SW FOREST DR
ISSAQUAH, WA 98027

DEVINDRANAUTH S KISSOON 1821 DITMARS BLVD ASTORIA, NY 11105

DEVONT CAPITAL LIMITED PO BOX 4301, ROAD TOWN TORTOLA, BRITISH VIRGIN ISLANDS

DEWEI ZOU 4209 WHITMAN AVENUE N SEATTLE, WA 98103

DIAMOND ENTERPRISES (DIAMOND PARKI 605 FIRST AVE, SUITE 600 SEATTLE, WA 98104-2224

DIAMOND POLISHING SYSTEMS
ADDRESS UNAVAIL AT TIME OF FILING

DIANA WHITE 1201 C R 290 RISING STAR, TX 76471

DIANE M MORIN
5 JUNIPER LN
NEWTON, NH 03858

DIANNE HOTMER 817 KIMBERLY LANE WEST CHESTER, PA 19382

DIANNE M SHEEHAN 40494 CALLE LAMPARA MURRIETA, CA 92562

DIANNE SCHECHTER TRUST DTD. 11/05/6738 E MORNING VISTA LN SCOTTSDALE, AZ 85266

DICK AND KAREN HUMMEL JTWROS 2233 N SAN CLEMENTE DR PALM SPRINGS, CA 92262

DICK CRAIG 1118 CANSLER DR ENID, OK 73703

DICK'S SPORTING GOODS INC 345 COURT ST, CORAOPOLIS CORAOPOLIS, PA 15108

DILLARD AND PHYLLIS STONE 10009 WANDERING WAY BENBROOK, TX 76126

DILLE LAW, PLLC 2010 CATON WAY SOUTHWEST OLYMPIA, WA 98502 DIM SUM FACTORY 4092 FACTORIA BLVD SE BELLEVUE, WA 98006

DIRECT LENDING GROUP
ADDRESS UNAVAIL AT TIME OF FILING

DIRECT TRUST COMPANY 3033 N CENTRAL AVE., SUITE 415 PHOENIX, AZ 85012

DIVYANG P AND DAYA D SORATHIA 2524 REGAL RIVER RD VALRICO, FL 33596

DIXITA P AND PRIYANK K DESAI, TENANTS BY THE ENTIRETY 105 ASHMORE LN ROCKY MOUNT, NC 27804

DK FISHER ARCHITECTS
ADDRESS UNAVAIL AT TIME OF FILING

DK WOZNIAK DESIGN BUILD, LLC ADDRESS UNAVAIL AT TIME OF FILING

DLA PIPER PO BOX 75190 BALTIMORE, MD 21275

DM PLUMBING & BACKFLOW TESTING, LL PO BOX 11082 TACOMA, WA 98411

DOCUSIGN INC 221 MAIN ST., SUITE 1000 SAN FRANCISCO, CA 94105 DOMINIC AND MAGDALENA D'GUERRA 316 PLEASANT VALLEY AVE. MOORESTOWN, NJ 08057

DOMUS HOMES, LLC 1420 NW GILMAN BLVD SUITE 2, #2617 ISSAQUAH, WA 98027

DON ECKROD 1118 BASIL RD MCLEAN, VA 22101

DON GAUBE 3201 DANVILLE BLVD, SUITE 175 ALAMO, CA 94507

DON R AND MARY S MOORE 3505 TURTLE CREEK BLVD 5G DALLAS, TX 75219

DON W PELLEY 5001 46TH AVENUE CT E TACOMA, WA 98443

DONALD AND DEBRA UNRUH 2775 SHADOW DANCER TRAIL RENO, NV 89511

DONALD CRAIG SPARKS & SONS 3416 107TH AVENUE COURT EAST EDGEWOOD, WA 98372

DONALD GREENOUGH 1725 DOGWOOD FOREST WAY LAKE MARY, FL 32746

DONALD J AND DENESE J ODERMANN 201 N 61ST ST. SUPERIOR, WI 54880

DONALD J ODERMANN 2564W COUNTY ROAD J MERCER, WI 54547

DONALD TAYLOR 11664 SPOTTED MARGAY AVENUE VENICE, FL 34292

DONALD W WILLIAMS 4787 GALICIA WAY OCEANSIDE, CA 92056

DONARON FRICKS
ADDRESS UNAVAIL AT TIME OF FILING

DONNA DAVIS 150 CHEROKEE RIDGE BERTRAM, TX 78605

DONNA EVANS 382 DAVOS ROAD, GIRDWOOD, AK 99587

DONNA L BOYD 791 FM 217 VALLEY MILLS, TX 76689

DONNA LOU KEIM 802 A BRIARWOOD DR BETHLEHEM, PA 18020

DORIS RIBALI 2706 DOLLAR ST. LAKEWOOD, CA 90712

DORIS ROBERTS 118 ALBION RD WELLESLEY, MA 02481 DOROTHY DEAN 11543 LAKE RIDE DR JACKSONVILLE, FL 32223

DOROTHY GIEREN 9127 MALLARD RD BLAINE, WA 98230

DOUBLE J RETIREMENT PLAN PO BOX 1570 CAGUAS, PR 00726

DOUGLAS AND JOSETTE CHRYSTALL 396 WASHINGTON ST., UNIT 293 WELLESLEY HILLS, MA 02481

DOUGLAS C AND MARIE P HARTMAN 1209 STONEWALL TRAIL HEATH, TX 75032

DOUGLAS E SPROUSE & FRANCES KAY SP JOINT REVOCABLE TRUST 110 ARAPAHO TRAIL GREENWOOD, MO 64034

DOUGLAS HARTMAN 1209 STONEWALL TRAIL HEATH, TX 75032

DOUGLAS J WOOD 10199 WIEGLEIB AVE LOUISVILLE, KY 40223

DOUGLAS YOUNG 2912 COTTAGE COVE DR RICHMOND, VA 23233

DOYLEEN TERELL 3334 FRONT NINE DR ABILENE, TX 79606 DR ALAN ASKINAS AND MRS NANCY ASKI 966 ROCK CREEK RD WEST CHESTER, PA 19380

DR FARHAD ELMI AND DR ARAM YOUSEFI 480 CHRISTINE ANN LN NAZARETH, PA 18064

DR FARHAD ELMI 480 CHRISTINE ANN LN NAZARETH, PA 18064

DR FERNANDO REGIS PO BOX 3878 AGUADILLA, PR 00605

DR JOHN W BERRY 27 MUSKET COURT WEST CHESTER, PA 19382

DRAIN-PRO INC. 5111 85TH AVENUE EAST C-2 PUYALLUP, WA 98371

DSE EXCAVATING, INC. 14603 154TH ST E ORTING, WA 98360

DSH TRUST 8601 138TH AVE. SE NEWCASTLE, WA 98059

DTK CONTRUCTION INC
ADDRESS UNAVAIL AT TIME OF FILING

DUKE B MOSELEY III 7624 E SOLANO DRIVE SCOTTSDALE, AZ 85250 DULCE DESIGN CO. 4701 SW ADMIRAL WAY SEATTLE, WA 98116

DWOLLA INC 909 LOCUST ST, SUITE 201 DES MOINES, IA 50309

E&N INVESTMENTS, LLC 6785 ERICA LN SARASOTA, FL 34241

E78 PARTNERS
ELEMENT 78, LLC
1301 W 22ND ST, SUITE 410
OAK BROOK, IL 60523

EAGLE ASPHALT
ADDRESS UNAVAIL AT TIME OF FILING

EAGLE BUILDING SERVICES, INC. 2525 BLUEBERRY RD STE 105 ANCHORAGE, AK 99503

EAGLE PINES, LLC 676 N MICHIGAN AVE. STE 3860 CHICAGO, IL 60611

EARTH SOLUTIONS NW, LLC 15365 NE 90TH ST SUITE 100 REDMOND, WA 98052

EASTSIDE FUNDING, LLC 3927 LAKE WASH BLVD NE KIRKLAND, WA 98033

EASTWEST BANK
ADDRESS UNAVAIL AT TIME OF FILING

EBERHARDT FAMILY TRUST 31281 VIA FAJITA SAN JUAN CAPISTRANP, CA 92675

ECO ENVIRONMENTAL SERVICE, INC 711 W TITUS ST KENT, WA 98032

ECOLOGICAL LAND SERVICES 1157 3RD AVE., SUITE 220A LONGVIEW, WA 98632

EDDIE T AND JANICE L SATO CHARITABLE REVOCABLE TRUST 804 JODY BROOK CT LAS VEGAS, NV 89145

EDGE CONSTRUCTION, LLC PO BOX 2054 TACOMA, WA 98401

EDITE M AND TIMMY PACHECO 916 SALEM RD DRACUT, MA 01826

EDWARD AND JUDY ELLIS TRUST DATED 2721 ERVIN WAY MANSFIELD, TX 76063

EDWARD EARL MAINE, JR 18691 MUSICK DR BRISTOL, VA 24202

EDWARD GNADINGER 714 RIVER PL. BUTLER, NJ 07405

EDWARD WEBSTER
3151 E COMMUNITY DRIVE
JUPITER, FL 33458

EFD
ADDRESS UNAVAIL AT TIME OF FILING

EL ARCHITECTS, PS 3200 SOUTHEAST 164TH AVE SUITE 302 VANCOUVER, WA 98683

EL GAUCHO 450 108TH AVE NE BELLEVUE, WA 98004

ELAINE LAND DEXTER
700 FRONT ST. UNIT 1403
SAN DIEGO, CA 92101

ELEANOR S BROOKS
7885 LANDOWNE DRIVE
SANDY SPRINGS, GA 30350

ELECTRONIC BUSINESS MACHINES (EBM) ADDRESS UNAVAIL AT TIME OF FILING

ELENA RUNYAN 7861 WESTRA LN LA PALMA, CA 90623

ELITE FABRICATION SYSTEMS 5020 146TH ST E TACOMA, WA 98446

ELITE FLOOR COVERINGS, INC. 3902 AUBURN WAY NORTH AUBURN, WA 98002

ELITE HOMES BY APEX PO BOX 50573
BELLEVUE, WA 98105

ELIZABETH A NIXON TRUST DTD 9/24/2 1127 LOS CAMPANEROS SAN MARCOS, CA 92078

ELIZABETH PLAZA 1121 PARROTTS COVE RD GREENSBORO, GA 30642

ELLEN B KRASNEY
205 MEADOW STREET EXTENSION
FRAMINGHAM, MA 01701

ELLEN ROZENFELD 2041 N HALSTED STREET CHICAGO, IL 60614

EMERALD CITY ENGINEERS 21705 HIGHWAY 99 LYNNWOOD, WA 98036

EMERALD CITY INTERNATIONAL CONSULT 3535 FACTORIA BLVD SE, STE 500 BELLEVUE, WA 98006

EMERALD CITY STATEWIDE, LLC 13728 BEACON COAL MINE ROAD SOUTH SEATTLE, WA 98178

EMILY RUSSELL LANDSCAPE ARCHITECTU 245 4TH STREET SUITE 501 BREMERTON, WA 98337

EMMA L QUINE 2717 ALBATROSS LN FT WORTH, TX 76177

ENGLISH LIVING TRUST DATED 9/15/17 1207 CARNOUSTIE CT KATY, TX 77494

ENUMCLAW LANDSCAPE MAINTENANCE ADDRESS UNAVAIL AT TIME OF FILING

ENVIRONIX 2027 196TH STREET SOUTHWEST SUITE A101 LYNNWOOD, WA 98036

ENVISION NORTHWEST
ADDRESS UNAVAIL AT TIME OF FILING

EQUITY SLICE TECHNOLOGIES INC ADDRESS UNAVAIL AT TIME OF FILING

EQUITY TITLE OF WASHINGTON ADDRESS UNAVAIL AT TIME OF FILING

EQUITY TRUST 1 EQUITY WAY WESTLAKE, OH 44145

ERIC AND SARAH SCHMIDT 315 N UNION ST KENNETT SQUARE, PA 19348

ERIC ENGEL 908 W KINGBIRD DRIVE CHANDLER, AZ 85286

ERIC STRADDECK 1105 W LINDA LN RAYMORE, MO 64083

ERIK NELSON 1651 STARDANCE CIRCLE LONGMONT, CO 80504

ERIK RADLE 3162 SPUR TRAIL DALLAS, TX 75234 ESPACIO INC. RETIREMENT PLAN PO BOX 192572 SAN JUAN, PR 00919

ESTATE OF LOIS ALTENKIRCH 1105 SUMMIT AVE APT 2 JERSEY CITY, NJ 07307

ETHEL LINN LANDERS 5956 MYRTLE BEACH DR BANNING, CA 92220

EUGENE PUGH 4740 S 900 W SAN PIERRE, IN 46374

EUGENE SCHELLENBERGER 90 FIELDSTONE CT NEW ALBANY, IN 47150

EUROMONEY USA, LLC (IMN) 1120 AVENUE OF THE AMERICAS 6TH FLOOR, FINANCE DEPARTMENT NEW YORK, NY 10036

EVELYN STEELE GILBERT 1001 PIEDMONT AVE BRISTOL, VA 24201

EVENTBRITE.COM
ADDRESS UNAVAIL AT TIME OF FILING

EVERGREEN BUILDERS 2818 E 2ND STREET VANCOUVER, WA 98661

EVERGREEN CERTIFIED 502 RAINIER AVE S SUITE 206 SEATTLE, WA 98144 EVERGREEN CONCRETE CUTTING, INC. PO BOX 1751 SUMMER, WA 98390

EVERGREEN MANAGEMENT CAPITAL LLC 11400 SE 8TH ST STE 225B SUITE 225B BELLEVUE, WA 98004

EVERGREEN TREE CARE INC. PO BOX 11155
SPOKANE, WA 99211

EVOLUTION REAL ESTATE II, LLC 16775 ADDISON ROAD SUITE 202 ADDISON, TX 75001

EVOLVE BANK AND TRUST 9070 POPLAR AVE, STE 100 MEMPHIS, TN 38119

EXPLENDID VIDEOS 45333 FREMONT BLVD, STE#5 FREMONT, CA 94538

FACTRIGHT LLC 7500 FLYING CLOUD DR SUITE 755 EDEN PRAIRIE, MN 55344

FAIRCHILD RECORD SEARCH PO BOX 1368 OLYMPIA, WA 98507-1368

FAITH B ABZUG REVOCABLE TRUST 1949 LEONARD ROAD FALLS CHURCH, VA 22043

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FALCON RAILING & SUPER DECK INC. ADDRESS UNAVAIL AT TIME OF FILING

FAN SU #302 BUILD 12 LVLINYUAN, NANXI RD DAXING DIST. BEIJING, 100162 CHINA

FAN YANG
3-10-2 LONGQUAN COMMUNITY,
LONGQUAN ROAD, XIXIU DISTRICT
ANSHUN, GUIZHOU, 516000 CHINA

FAN ZHANG
GUANGTAI XIAOQU DONGQU NO.1
BUILDING 3-102
BEIJING, HAIDIAN, 100091 CHINA

FANG LOU AND JINGFENG ZHAO
18 ZHUANSHAN W RD, ROOM 2-3-101
JINAN, SHANDONG, 250014
CHINA

FARALLON, INC PO BOX 94147 SEATTLE, WA 98124

FARRUKH AND SHELA ZAIDI TEN-BY-ENT 3818 AMBASSADOR DR PALM HARBOR, FL 34685

FARSIDEHR SOLUTIONS
4313 BAT FALCON DRIVE
AUSTIN, TX 78738

FASTSIGNS 12644 NORTHEAST 85TH STREET KIRKLAND, WA 98033

FEDERAL GOV CARES ACT
ADDRESS UNAVAIL AT TIME OF FILING

FEDEX CORPORATION 942 S SHADY GROVE RD MEMPHIS, TN 38120

FEI HAN
RM 601, BLDNG 26, SHANG FENG NO.1,
ZHAO QUAN YING TOWN, SHUN YI DST
BEIJING, CHINA

FEINBERG FAMILY TRUST DTD 1/24/12 22 TURNER RD FRAMINGHAM, MA 01701

FELIX J SEDA ENT PSC RETIREMENT PL URB MONTEHIEDRA CALLE BIEN TE VEO #2 SAN JUAN, PR 00926

FELIX SEDA PO BOX 70344 PMB 187 SAN JUAN, PR 00936

FENGDI CHEN
NO. 2, LANE 208, GUANGYUAN RD
XUHUI DISTRICT
SHANGHAI, 200000 CHINA

FERGUSON ENTERPRISES 824 NW 18TH AVE PORTLAND, OR 97209 FERNANDO FIGUEROA NEVAREZ LA VILLA DE TORRIMAR 267 CALLE REY GUSTAVO #267 GUAYNABO, PR 00969

FERNANDO REGIS PURCHASE PLAN 446 PLUMOSO STREET PASEOS DE PLAN BONITO CABO ROJO, PR 00623-9381

FIDELITY INSURANCE
ADDRESS UNAVAIL AT TIME OF FILING

FIDELITY NATIONAL TITLE 655 W COLUMBIA WAY, SUITE 200 VANCOUVER, WA 98660

FINANCE & BUSINESS OPERATIONS DIVI DEPARTMENT OF EXECUTIVE SERVICES 401 5TH AVE STE 0300 SEATTLE, WA 98104

FINANCIAL GOAL SECURITIES, INC. (F 35900 BOB HOPE DRIVE, SUITE 202 RANCHO MIRAGE, CA 92270

FINANCIAL INDUSTRY REGULATORY AUTH ADDRESS UNAVAIL AT TIME OF FILING

FINANCIAL PLANNERS OF AMERICA ADDRESS UNAVAIL AT TIME OF FILING

FINOP CONSULTING, LLC PO BOX 1015 RYE, NH 03870

FIRESIDE CONTRACTING SERVICES, LLC 18389 SW BOONES FERRY RD PORTLAND, OR 97224

FIRESIDE HOME SOLUTIONS 18389 SW BOONES FERRY ROAD PORTLAND, OR 97224

FIRGROVE MUTUAL INC
ADDRESS UNAVAIL AT TIME OF FILING

FIRST AMERICAN TITLE INSURANCE COM 920 5TH AVENUE SUITE 1250 SEATTLE, WA 98104

FIRST WESTERN PROPERTIES, INC. 6402 TACOMA MALL BOULEVARD TACOMA, WA 98409

FISHER ARCHITECTS PS 708 MARKET STREET, SUITE 415 TACOMA, WA 98402

FIVE STAR COMFORT, LLC 2209 BEDAL LN EVERETT, WA 98208

FJ TORRES MD PSC RETIREMENT PLAN HACIENDA SAN JOSÉ CALLE VIA SOL 673 CAGUAS, PR 00725

FLOQAST INC 14721 CALIFA ST SHERMAN OAKS, CA 91411

FLORIDA FINANCIAL ADVISORS 2330 W HORATIO STREET TAMPA, FL 33609

FORTUNE INSURANCE 705 S 9TH ST. #302 TACOMA, WA 98405

FORTUNE SMART (HK) INTERNATIONAL L FLAT/RM 504, 5/F, HO KING COMM CTR 2-16 FA YUEN STREET MONG KOK, KOWLOON, CHINA

FOSTER GARVEY
LAKE WASHINGTON CREST DIV II HOA
8024 122ND AVE SE
NEWCASTLE, WA 98056

FOSTER PEPPER PLLC 1111 3RD AVENUE, SUITE 3000 SEATTLE, WA 98101

FOUNDATION GROUP REAL ESTATE 718 RAINIER AVENUE SOUTH SEATTLE, WA 98144

FOX BROS DRYWALL PO BOX 4592 SPANAWAY, WA 98387

FOX ROTHSCHILD, LLP 1001 FOURTH AVENUE SUITE 4500 SEATTLE, WA 98154

FP MAILING SOLUTIONS, INC PO BOX 157 BEDFORD PARK, IL 60499-0157

FRANCES J FONTI REVOLVING TRUST DT 24950 N 90TH ST SCOTTSDALE, AZ 85255

FRANCES M BUDD 3322 GREAT MEADOW RD DEDHAM, MA 02026 FRANCES WATERS TRUST 6132 WALNUT DR FORT WORTH, TX 76114

FRANCIS G SILVA 11 MARILYN DR ATKINSON, NH 03811

FRANCIS GANNON
ADDRESS UNAVAIL AT TIME OF FILING

FRANCIS SZYMBORSKI REVOCABLE TRUST 1755 N MEADE STREET CHICAGO, IL 60639

FRANCISCO A PACHECO 30 LISA LN BRADFORD, MA 01835

FRANCISCO J ARRAIZA RETIREMENT PLA B-5 URB LA COLINA GUAYNABO, PR 00969

FRANCISCO SALA 3 CALLE FLAMBOYAN APT. #311 GUAYNABO, PR 00966

FRANK BELCASTRO 3403 SHINNSTON PIKE HEPZIBAH, WV 26369

FRANK BRANCATO
42 WESTMOOR TERRACE, W
ROXBURY, MA 02132

FRANK CHAUNER 666 DUNDEE RD , STE 903 NORTHBROOK, IL 60062 FRANKLIN AND JULIE A BOSIA 4785 SEA CORAL DR SAN DIEGO, CA 92154

FREDERICK AND DORIS ROBERTS 118 ALBION RD WELLESLEY, MA 02481

FREDERICK B AND MARY WAYNE BYWATER 3201 ARDSLEY DR ORLANDO, FL 32804

FREDERICK L CHAPPELL 6488 HWY 145 CORYDON, KY 42406

FREDRICK W CORWIN, JR 4580 OSPREY DR S, APT. 201 ST PETERSBURG, FL 33711

FRIEDMAN LLP 301 LIPPINCOTT DRIVE, 4TH FLOOR MARLTON, NJ 08053

FUHONG LIANG 18025 NE 136TH ST. REDMOND, WA 98052

FUNG CHANG REVOCABLE TRUST (GRACE 5111 N TRAVIS ST #311 SHERMAN, TX 75092

FUXIANG WU 5900 138TH PLACE SOUTHEAST BELLEVUE, WA 98006

FUXU LIANG XISHAN ST, BUILDING 1, ROOM 1-4-3 DALIAN, LIAONING, 116000 CHINA G & C CRANSTON, LLC 4192 BAY BEACH LANE #866 FORT MYERS BEACH, FL 33931

G S CLEANING SERVICE ADDRESS UNAVAIL AT TIME OF FILING

GAMUT 360 ADDRESS UNAVAIL AT TIME OF FILING

GARDNER FINANCIAL SERVICES
ADDRESS UNAVAIL AT TIME OF FILING

GARNER ELECTRIC WASHINGTON, LLC 402 VALLEY AVENUE NORTHWEST PUYALLUP, WA 98371

GARRETT MARKQUART WILLOWS UNIT 4922 A

GARRY SANNER 1006 FM 131 S DENISON, TX 75020

GARRY SAVAGE 1225 MARINA DR HURON, OH 44839

GARY & DAWN GUGLIELMINO FAMILY TRU
783 WOODWIND PLACE
WALNUT CREEK, CA 94598

GARY BRYANT 8963 FM 2606 HENRIETTA, TX 76365

GARY F BROCK 661 NORTH LONGVIEW PLACE LONGWOOD, FL 32779 GARY G AND JANIS M BELCHER 2085 SE ST. LUCIE BLVD STUART, FL 34996

GARY L ALLGEIER
709 WINDING OAKS TRAIL
LOUISVILLE, KY 40223

GARY L AND BARBARA A MORRISS, JTWR 28131 232ND PL SE MAPLE VALLEY, WA 98038

GARY LIND 2265 CHIMNEY SWIFT CIR MARIETTA, GA 30062

GARY SEARS 241 DINANA DR GRAHAM, TX 76450

GCM RETIREMENT PLAN
3604 CALLE CUMBRE, URB EL MONTE
PONCE, PR 00716

GCW ELECTRIC
ADDRESS UNAVAIL AT TIME OF FILING

GE APPLIANCES
PO BOX 840255
DALLAS, TX 75284

GEICO GENERAL INSURANCE COMPANY ONE GEICO PLAZA BETHESDA, MD 20810-0001

GENE & MARGIE STRECKER 3404 EDDY STREET AMARILLO, TX 79109 GENE CHOI 4350 VIA MAJORCA CYPRESS, CA 90630

GENERAL BUILDERS SUPPLY, INC. 510 STRANDER BOULEVARD TUKWILA, WA 98188

GENNADIY VILCHIK 520 NORTH CANON DRIVE BEVERLY HILLS, CA 90210

GENNARO GIANVITO 24673 N 118 ST. SCOTTSDALE, AZ 85255

GENNARO SARNATARO 10552 E WINROSE DR SCOTTSDALE, AZ 85259

GENUINE AUTO GLASS 2609 S TACOMA WAY TACOMA, WA 98409-7525

GEO RESOURCES INC ADDRESS UNAVAIL AT TIME OF FILING

GEORESOURCES, LLC 4809 PACIFIC HWY E FIFE, WA 98424

GEORGE A BEDNARZ 13752 EVERGREEN DRIVE FRISCO, TX 75035

GEORGE AND BARBARA CAMP 4674 MONONGAHELA ST. SAN DIEGO, CA 92117

GEORGE IVAN VACEK 2330 SANDY FIELDS LN SPRING, TX 77386

GEORGE R AND TINA M WALZ 10 PINEWOOD DR COVINGTON TWP, PA 18424

GEORGE T HOTTER
15 SADDLEBACK RD
LONDONDERRY, NH 03053

GEORGE WHITE 107 HUNTINGTON PLACE ORMOND BEACH, FL 32174

GEORGE WITTMAN JR 15 FIFTH LANE WINGDALE, NY 12594

GEORGES BASSOUS 180 SCHOLES ST, APARTMENT 1C BROOKLYN, NY 11206

GEORGIA D TROUTMAN RVCB TRUST 0614 PO BOX 1292 BOCA GRANDE, FL 33921

GEORGIA STEDRONSKY 1345 SKYFIRE CT SPARKS, NV 89441

GEOTECH CONSULTANTS, INC. 2401 10TH AVE E SEATTLE, WA 98102

GERALD GOLDMAN 11885 E CHARTER OAK CIR. SCHOTTSDALE, AZ 85259 GERALD L KIRKPATRICK 311 WEST MAIN ST. HORSE CAVE, KY 42749

GERALD LARSON
ADDRESS UNAVAIL AT TIME OF FILING

GERALD LARUE 1611 SOUTH MELROSE DRIVE SUITE A399 VISTA, CA 92081

GERMAN AND GRACE CHAVEZ 3604 CALLE CUMBRE, URB EL MONTE PONCE, PR 00716

GIANCARLO AND DAPHNE ANDREANI 127 PROFESSIONAL CENTER PKWY SAN RAFAEL, CA 94903

GILLIAN MARY KRUSING 2903 OAKWOOD CT MCKINNEY, TX 75070

GLEN WAITE 4800 SACHSE RD SACHSE, TX 75048

GLENN R AND DIEDRA A PETERS, JTWRO 1366 N GROSSMAN ST. SEYMORE, TX 76380

GLOBAL MEDIA (SAMPLE) 150 CHESTNUT STREET TORONTO, ON L4B 1Y3 CANADA

GLOTRADE S R O 1321 UPLAND DRIVE SUITE 8441 HOUSTON, TX 77043-4718 GOLDSMITH LAND DEVELOPEMENT SERVIC PO BOX 3565
BELLEVUE, WA 98009

GOLDSTAR 1401 4TH AVE CANYON, TX 79015

GOOGLE PAYMENT
ADDRESS UNAVAIL AT TIME OF FILING

GOOSE DEVELOPMENT
ADDRESS UNAVAIL AT TIME OF FILING

GORDAN R TOEDMAN 5308 FEAGAN HOUSTON, TX 77007

GORDON DREAGER 18501 WEST POST DR SURPRISE, AZ 85388

GOVIND RAJAN 4908 64TH DR W BRADENTON, FL 34210

GRACE YUN RU SHIH 22704 SE 51ST STREET ISSAQUAH, WA 98029

GRAEME L HUDSON 920 EVERGREEN LN CHESTER SPRINGS, PA 19425

GRAFF FAMILY TRUST UAD 11/29/99 10459 N 98TH STREET SCOTTSDALE, AZ 85258 GRAYDON H FULLER DECLARATION OF TR 5317 N 46TH ST. PHEONIX, AZ 85018

GRAYS HARBOR COUNTY TREASURER PO BOX 831 MONTESANO, WA 98563

GRAYS HARBOR COUNTY UTILITIES DIVI 100 W BROADWAY AVE - SUITE #31 MONTESANO, WA 98563

GRAYS HARBOR PUD PO BOX 510 ABERDEEN, WA 98520-115

GREATAMERICA FINANCIAL SERVICES CO PO BOX 660831 DALLAS, TX 75266

GREEN VISTA CAPITAL 222 NORTH PARK AVENUE WINTER PARK, FL 32789

GREENHOME SOLUTIONS
ADDRESS UNAVAIL AT TIME OF FILING

GREENTECH INDUSTRIES LLC 130 LEGACY DR WOODLAND, WA 98674

GREENWAY HOMES INC ADDRESS UNAVAIL AT TIME OF FILING

GREG CLARK COPELAND 3955 BELVEDERE COURT SPRINGFIELD, MO 65807 GREG COLELLA
6298 STABLE FALLS ACRE
RANCHO CUCAMONGA, CA 91739

GREG PIEKARSKI ADDRESS UNAVAIL AT TIME OF FILING

GREGORY & MECCA DAYKO WITH RIGHT O 514 SWEET BAY CIR.
JUPITER, FL 33458

GREGORY AND JAMIE ATWOOD 758 E DESERT BLOOM COURT WASHINGTON, UT 84780

GREGORY BUBB 11838 E MARIPOSA GRANDE DR SCOTTSDALE, AZ 85255

GREGORY DAYKO 110 FRONT STREET, SUITE 300 JUPITER, FL 33477

GREGORY LYNN GILBERT 159 BEAVER CREEK RD BLUFF CITY, TN 37618

GREGORY S LUKENS
408 NORTH 1ST STREET #707
MINNEAPOLIS, MN 55401

GRIFFIN FEIN
ADDRESS UNAVAIL AT TIME OF FILING

GRIFFIN FEIN ADDRESS UNAVAIL AT TIME OF FILING

GRIFFITH WALTERS 206 HIGHLAND TRAIL LAGRANGE, GA 30240 GROUND UP BUILDERS INC ADDRESS UNAVAIL AT TIME OF FILING

GROUND UP LLC 250 EAST OSPREY LANE SHELTON, WA 98584

GUANGZHOU OFFICE (WOFE)
ADDRESS UNAVAIL AT TIME OF FILING

GUANGZHOU PAWEI BUSINESS CONSULTIN 1602A NORTH TOWER GUANGZHOU WORLD TRADE CENTER NO 371 375 HUASHI E YUEXIU DISTRICT, GUANDONG CHINA

GUIFANG WANG 3-303 NO. 38 YAN`AN RD , GUILIN ST ZHONGSHAN DISTRICT DALIAN CITY, LIAONING 116007 CHINA

GUILAN ZHANG RM 503 UNIT 3, BLDG 4, HUIRUNYUAN TONGHUIJIAYUAN, GAOBEIDIAN TOWN, BEIJING CHAOYANG DISTRICT CHINA

GUISON FAMILY TRUST 5748 SPINNAKER DR LONG BEACH, CA 90803

GUOQIANG WANG NO.51, LANE 1669, YINDU ROAD SHANGHAI, 201108 CHINA

GUOYU WANG 14455 17A AVE SURREY, BC V4A 5P5 CANADA H JOSEPH SCHILMILLER 6855 STILLER RD FLOYDS KNOBS, IN 47119

HAI HUANG ADDRESS UNAVAIL AT TIME OF FILING

HAIYAN LI ADDRESS UNAVAIL AT TIME OF FILING

HAL RAYMOND DEUTSCH 6508 APPLE VALLEY PL. PLANO, TX 75023

HALCYON PI, LLC 950 N KINDS RD UNIT 304 WEST HOLLYWOOD, CA 90069

HALCYON RETIREMENT TRUST 950 N KINGS RD UNIT 304 WEST HOLLYWOOD, CA 90069

HAMPTON INN SEAPORT HOTEL 320 PEARL ST NEW YORK, NY 10038

HANG NGOC HOANG 17017 TALBOT ROAD EDMONDS, WA 98026

HANGZHOU QICHUANG CHEMICAL CO., LT 75 WESTMORELAND AVENUE, WELLING LONDON, ENGLAND, DA16 2QB UNITED KINGDOM

HANK JENKINS
4920 B S WILLOW STREET
SEATTLE, WA 98118

HANNAH EAGLE 56-783 KUALAPA PLACE HAWI, HI 96719

HANS-CHRISTIAN WINKLER 3505 72ND ST., APT. 6D JACKSON HEIGHTS, NY 11372

HANSON BAKER
HANSON BAKER LUDLOW DRUMHELLER PS
2229 - 112TH AVE NE, SUITE 200
BELLEVUE, WA 98004-2936

HAO ZHANG
3A1001, SHANGTANG JINMAO MANSION,
LONGHUA DISTRICT
SHENZEN, GUANGDONG 518000 CHINA

HARBOR PLATFORM, INC 580 PACIFIC AVE. SAN FRANCISCO, CA 94133

HARBOR WEALTH SERVICES 14987291 SEATTLE, WA 98006

HARDY DEVELOPMENT COMPANIES
ADDRESS UNAVAIL AT TIME OF FILING

HARLAND CLARKE CHECK PRINTING PO BOX 351220 NEW BRAUNFELS, TX 78135

HARLOW MONTAGUE 20047 MCCRAY DRIVE ABINGDON, VA 24211

HAROLD E WILLIAMS III 6249 AMETHYST DRIVE WAUNAKEE, WI 53597

HAROLD J MOLLOY 608 EASTHAM CT MURRELLS INLET, SC 29576

HAROLD S STEWART 536 DETOUR RD BOWLING GREEN, KY 42101

HARRELL & SON PLUMBING, INC. PO BOX 8213
BONNEY LAKE, WA 98390

HB PORTABLES
PO BOX 1820
MCCLEARY, WA 98557

HD PARTNERS, LLC 1535 NW 49TH ST SEATTLE, WA 98107

HEADSETS.COM
211 AUSTIN STREET
SAN FRANCISCO, CA 94109

HEALTH AND ASSOCIATES, INC 2214 TACOMA ROAD PUYALLUP, WA 98371

HEALY CAPITAL LLC 2938 LIMITED LANE NW SUITE A-1 OLYMPIA, WA 98502

HEB BUSINESS SOLUTIONS 375 SOUTH 300 WEST SALT LAKE CITY, UT 84101

HELEN ANN DEAN ESTATE 3925 MASSIE AVENUE LOUISVILLE, KY 40207 HELEN WILKERSON AND STACI ROBINSON 7068 FM 142 STANFORD, TX 79553

HELENE BROTMAN 100 SOUTH EOLA DRIVE, UNIT 1008 ORLANDO, FL 32801

HEMA AND VIMAL SHAH 20116 OAK ALLEY DR TAMPA, FL 33647

HENGXIN PHARMA CO., LIMITED 15/F , JSH906, HIGHGRADE BUILDING, 117 CHATHAM ROAD, TSIMSHATSUI, KOWLOON, HK

HENRI HENRIKSEN ADDRESS UNAVAIL AT TIME OF FILING

HENRI HENRIKSEN
ADDRESS UNAVAIL AT TIME OF FILING

HENRY AND LANA VARSHAVSKY 21 BRIAR HILL RD SHARON, MA 02067

HENRY G TAYLOR 20550 ROSEWOOD MANOR SQUARE ASHBURN, VA 20147

HENTSCHELL & ASSOCIATES, INC. 1436 S UNION AVE TACOMA, WA 98405-1925

HERB YOUNGBLOOD 6108 88TH PL. LUBBOCK, TX 79424 HERITAGE BANK ADDRESS UNAVAIL AT TIME OF FILING

HERMAN AVILA 11435 STAPLETON CT CERRITOS, CA 90703

HIGH COUNTRY HOMES 1, INC. ADDRESS UNAVAIL AT TIME OF FILING

HIGH COUNTRY SOUNDVIEW MANOR, LLC ADDRESS UNAVAIL AT TIME OF FILING

HIGHGAZ DERBOGOSIAN
HIGHGAZ DERBOGOSIAN C/O G JOHNSON
PO BOX 7138
RANCHO SANTA FE, CA 92067

HIGHMARK HOMES, LLC 700 M STREET NE AUBURN, WA 98002

HILTON R MILLER 199 BALLENGER RD MOOREBORO, NC 28114

HILYER DISPUTE RESOLUTION (HDR) 1000 2ND AVENUE 30TH FLOOR SEATTLE, WA 98104

HIMANSHU TIWARI ADDRESS UNAVAIL AT TIME OF FILING

HINES LIVING TRUST 1373 E PRESCOTT PL. CHANDLER, AZ 85249 HIRSCH FAMILY REVOCABLE LIFETIME T 5070 CORINTHIA WAY OCEANSIDE, CA 92056

HIWAYS INTERNATIONAL, PLLC 11900 NORTHEAST 1ST STREET SUITE 300 BELLEVUE, WA 98005

HOME DEPOT
PO BOX 6032
THE LAKES, NV 88901-6029

HONEY BUCKET
PO BOX 73399
PUYALLUP, WA 98373

HONG FAN
ROOM 503, NO.9, LANE 1045
TONGXIN ROAD, HONGKOU DISTRICT
SHANGHAI, 200083 CHINA

HONG JIANG RM 201, NO.2 KECHUANG BLDNG LINA 1588 LIANHANG ROAD MINHANG, CHINA

HONG LI
14TH FLR MIDDLE TWR GT LAND PLAZA
45 JIEFANG ROAD, JIANGGAN DST
HANGZHOU, ZHEJIANG, CHINA

HONGKONG WILSUN HI-TECH MATERIALS 13A FLOOR, GLOBAL FIN CTR SOUTH HARBOUR CITY, 17 CANTON RD, TSIM SHA TSUI, KOWLOON, HK

HONGSHAO LIANG
625 BUZZARD LAKE TRAIL
FORT WORTH, TX 76120

HORIZON VIEW HOMES
ADDRESS UNAVAIL AT TIME OF FILING

HOROWITZ INSURANCE, INC 300 WEST 15TH STREET, SUITE 300-2 VANCOUVER, WA 98660

HOTEL CONCEPTS
ADDRESS UNAVAIL AT TIME OF FILING

HOUSE BROTHERS CONSTRUCTION PO BOX 1820 MCCLEARY, WA 98557

HOWARD AND LAURIE LAZOFF 18010 COACHMANS ROAD GERMANTOWN, MD 20874

HOWARD REICH 1 OXFORD CT RANCHO MIRAGE, CA 92270

HQC USA ADDRESS UNAVAIL AT TIME OF FILING

HRISHI T & HIRAL H PATEL, TENANTS 16447 IVY LAKE DR ODESSA, FL 33556

HUA WANG # 802, BUILDING 8, QIUMA SIJI CMT DAYU STREET, MENTOUGOU DISTRICT BEIJING, 065001 CHINA

HUAIYI HAN RM 1801, UNIT 3, BLDG 6, BAOYU NO.88, BEIMA RD, DAOWAI QU PRC HA`ERBIN, HEILONGJIANG, 150036 HUASHENG, LLC 1155 NE 55TH ST. SEATTLE, WA 98105

HUGH DEVELOPMENT
ADDRESS UNAVAIL AT TIME OF FILING

HUIFANG YANG
ROOM 302, UNIT 4, BUILDING 10,
CHENGBEI JIEDAO, CHANGPING DIST.
BEIJING, CHINA

HUIMIN ZHANG XISHAN ST, BUILDING 1, ROOM 1-4-3 DALIAN, LIAONING, 116000 CHINA

HUIWEI ZHANG ROOM 906, BLDNG 4, SOUTH RING ST GUANGNI GRD, TIANKUN 1ST RD, TIANHE GUANGZHOU GUANGDONG CHINA

HULL-FAUDOA TRUST DTD 3/28/2002 210 SWAN RETREAT ROAD BIGFORK, MT 59911

HULTQUIST HOMES INC 12570 OLD SEWARD HWY ANCHORAGE, AL 99515

HUY T AND HEATHER MAI 8104 W 130TH ST. OVERLAND PARK, KS 66213

HYDE PARK PRIME STEAKHOUSE 569 N HIGH ST. COLUMBUS, OH 43215

I G B A ADDRESS UNAVAIL AT TIME OF FILING

I HAUL LLC 1005 N MOUNTAIN VIEW AVE TACOMA, WA 98406

IBN FINANCIAL 404 OLD LIVERPOOL RD LIVERPOOL, NY 13088

ICAP @ UW, LLC ADDRESS UNAVAIL AT TIME OF FILING

ICAP 134TH STREET, LLC ADDRESS UNAVAIL AT TIME OF FILING

ICAP B1, LLC PO BOX 3907 BELLEVUE, WA 98009

ICAP B2, LLC PO BOX 3907 BELLEVUE, WA 98009

ICAP BRISLAWN LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP BROADWAY, LLC ADDRESS UNAVAIL AT TIME OF FILING

ICAP CAMPBELL WAY, LLC ADDRESS UNAVAIL AT TIME OF FILING

ICAP DEVELOPMENT, LLC 3535 FACTORIA BLVD SE #500 BELLEVUE, WA 98006

ICAP ENTERPRISES, INC. PO BOX 3907
BELLEVUE, WA 98009

ICAP EQUITY, LLC 3535 FACTORIA BLVD SE, SUITE 500 BELLEVUE, WA 98006

ICAP EVO, LLC PO BOX 3907 BELLEVUE, WA 98009

ICAP FINN HILL, LLC PO BOX 3907 BELLEVUE, WA 98009

ICAP FINN MEADOWS, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP FUNDING INVESTMENTS 3535 FACTORIA BLVD SE #500 BELLEVUE, WA 98006

ICAP FUNDING, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP INTERNATIONAL INVESTMENT LLC 3535 FACTORIA BLVD SE #500 BELLEVUE, WA 98006

ICAP INVESTMENTS, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP INVESTOR RELATIONS
ADDRESS UNAVAIL AT TIME OF FILING

ICAP LAKE VIEW, LLC ADDRESS UNAVAIL AT TIME OF FILING

ICAP MANAGEMENT, LLC 3535 FACTORIA BLVD SW, STE 500 BELLEVUE, WA 98006 ICAP NORTHCREEK, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP NORTHWEST OPPORTUNITY FUND, L PO BOX 3907 BELLEVUE, WA 98009

ICAP PACIFIC INCOME FUND 4, LLC PO BOX 3907 BELLEVUE, WA 98009

ICAP PACIFIC INCOME FUND 5, LLC ADDRESS UNAVAIL AT TIME OF FILING

ICAP PACIFIC NRTHWST OPORTUNITY & 3535 FACTORIA BLVD SE, SUITE 500 BELLEVUE, WA 98006

ICAP PACIFIC NW FUND 2I
ADDRESS UNAVAIL AT TIME OF FILING

ICAP PACIFIC NW MANAGEMENT, LLC PO BOX 3907
BELLEVUE, WA 98009

ICAP PNW FUND 2I ADDRESS UNAVAIL AT TIME OF FILING

ICAP REALTY
ADDRESS UNAVAIL AT TIME OF FILING

ICAP REALTY, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP RHODY RIDGE LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP VAULT HOLDING, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICAP VAULT I, LLC PO BOX 3907 BELLEVUE, WA 98009

ICAP VAULT MANAGEMENT
ADDRESS UNAVAIL AT TIME OF FILING

ICAP VAULT, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ICON IMAGERY 2620 BELLEVUE WAY NE #116 BELLEVUE, WA 98004

IFIC
ONE NEWARK CENTER
20TH FLOOR
NEWARK, NJ 07102

IGOR ZAIKA
ADDRESS UNAVAIL AT TIME OF FILING

IHG TRI CITIES, LLC 2300 EAST 3RD LOOP, SUITE 100 VANCOUVER, WA 98661

ILYAS ILIYA 441 LIBERTY STREET SAN FRANCISCO, CA 94114

IMAGEARTS PRODUCTIONS 13211 4TH AVE NW SEATLE, WA 98177

IND: JIMBOY DE CASTRO ADDRESS UNAVAIL AT TIME OF FILING

INDIGO REAL ESTATE SERVICES, INC 5415 CALIFORNIA AVE SW SEATTLE, WA 98136

INFINITI REAL ESTATE & DEVELOPMENT ADDRESS UNAVAIL AT TIME OF FILING

INGA L HUGHES 7500 CAMP WISDOM RD DALLAS, TX 75236

INGALLINA`S BOX LUNCH 135 S LUCILE ST. SEATTLE, WA 98108

INLET CAPITAL GROUP LLC DEFINED BE 110 FRONT STREET, SUITE 300 JUPITER, FL 33477

INMAN ENTERPRISES DESIGN & STAGE L 19029 36TH AVE W, SUITE F LYNNWOOD, WA 98036

INNOVATIVE LANDSCAPE TECHNOLOGIES 10 - 108TH ST SE EVERETT, WA 98208

INSPIRE PLANNER INC.
PO BOX 75335 LESLIE STREET PO TORONTO, ON M4M 1B0
CANADA

INSTITUTIONAL CAPITAL NETWORK INC 60 E 42ND ST FLOOR 26 NEW YORK, NY 10165

INSTITUTO CIRUGIA ORBITO FACIAL RE PO BOX 8508 SAN JUAN, PR 00910

INSULATION NORTHWEST, LLC PO BOX 790 MILTON, WA 98354

INTEGRAL NORTHWEST CORPORATION
ADDRESS UNAVAIL AT TIME OF FILING

INTEGRATED ADVISORS NETWORK, LLC PO BOX 6 PALOS VERDES ESTATES, CA 90274

INTEGRATED CONCRETE SYSTEMS PO BOX 1227 PUYALLUP, WA 98371

INTEGRATED DESIGN ENGINEERS 2101 4TH AVE SUITE 1980 SEATTLE, WA 98121

INTEGRITY LAW GROUP, PLLC 2033 6TH AVENUE, SUITE 920 SEATTLE, WA 98121

INTEGRITY WINDOW COVERINGS PO BOX 935 MILTON, WA 98354

INTELLASPHERE INC 4725 200TH ST SW SUITE D226 LYNNWOOD, WA 98036

INTERAMERICAN INVESTMENT, INC.
ADDRESS UNAVAIL AT TIME OF FILING

INTERNAL REVENUE SERVICE (IRS)
ADDRESS UNAVAIL AT TIME OF FILING

INTERNET DOMAIN NAME SERVICES, INC 924 BERGEN AVE, SUITE #289 JERSEY CITY, NJ 07306-3018

INVALUS, LLC PO BOX 513 PRESTON, WA 98050

IPFS CORP 24722 NETWORK PLACE CHICAGO, IL 60673-1247

IPROMISE TECH CONSULTANT SERVICES 6/F MANULIFE PLC, 348 KWUN TONG RD KOWLOON HONG KONG

IRAR TRUST COMPANY 1000 BROADWAY, STE 350 OAKLAND, CA 94607

IRMGARD WORDEN TTEE OF IRMGARD L WORDEN REV TRST 1920 N CLARK ST. APT. 8A CHICAGO, IL 60614

ISOLA FINANCIAL, LLC
ADDRESS UNAVAIL AT TIME OF FILING

ITR ECONOMICS
77 SUNDIAL AVE, #510W
MANCHESTER, NH 03103

IVETT INFANTE PO BOX 330412 MIAMI, FL 33233

J KIPP WALL 4655 WATERFORD CT NE ST. PETERSBURG, FL 33703

J S JONES AND ASSOCIATES, INC PO BOX 1908 ISSAQUAH, WA 98037 JACEQULINE PEGELOW REV LIVING TRUS 2017 E LAKEVIEW DRIVE SEBASTIAN, FL 32958

JACK A OLMSTEAD TRUST DTD 3/1/2005 104 12TH STREET EAST TIERRA VERDE, FL 33715

JACK AND SHARON NOWLIN 2217 NOTTINGHAM DR BEDFORD, TX 76022

JACK G PREVOST 1129 COUNTRY LN ORLANDO, FL 32804

JACK LEIGHTON
ADDRESS UNAVAIL AT TIME OF FILING

JACK R THACKER 909 CUMBERLAND STREET BRISTOL, VA 24201

JACKS WELDING 1826 112TH ST E SUITE C TACOMA, WA 98445

JACOB J RUDEN 3205 NILE ST. SAN DIEGO, CA 92104

JACOB JORDAN 6227 ST. ALBAN DR DALLAS, TX 75214

JACQUELINE HOPKINS 229 W RACHEL CT INDEPENDENCE, MO 64055 JADE HOLIDAY TRAVEL, INC. 4020 FACTORIA SQUARE MALL BELLEVUE, WA 98006

JAIME BRAVO CASTRO
LA VILLA DE TORRIMAR
165 CALLE REINA ISABEL
GUAYNABO, PR 00921

JAIME BRAVO RETIREMENT PLAN LA VILLA DE TORRIMAR 165 CALLE REINA ISABEL GUAYNABO, PR 00921

JAIRO A ESTRADA CGM PROFIT SHARING 26 URB DORADO BEACH ESTATE DORADO, PR 00646

JAIRO A ESTRADA 26 URB DORADO BEACH ESTATE DORADO, PR 00646

JAKE EAGLE 55-799 KEAHI POE PLACE HAWI, HI 96719

JAMES A FRANDSEN 1417 BRIGHTRIDGE DR KINGSPORT, TN 37664

JAMES A MOLZHON
ADDRESS UNAVAIL AT TIME OF FILING

JAMES AND ANNA HALIKAS 783 TRAMORE LANE NAPLES, FL 34108

JAMES AND COURTNEY SMITH 4529 DRUID HILLS FRISCO, TX 75034

JAMES AND ELEANOR GUSTAFSON 25 LIBERTY ST. HAVERHILL, MA 01832

JAMES AND MARTHA MANION 230 GROGHAM RD CLARKSON, KY 42726

JAMES B BALDWIN 873 LAKE COUNTRY DRIVE INCLINE VILLAGE, NV 89451

JAMES BALDWIN FAMILY TRUST 873 LAKE COUNTRY DRIVE INCLINE VILLAGE, NV 89451

JAMES C CRAFTON TOD 3725 SAND ROCK TRAIL OWENSBORO, KY 42303

JAMES C SCHMITZ REVOCABLE TRUST PO BOX 1147, WILSON WILSON, WY 83014

JAMES D BOHRI 2485 HOUGHTON LEAN MACUNGIE, PA 18062

JAMES EVANS 382 DAVOS ROAD GIRDWOOD, AK 99587

JAMES FERRARO 14830 N 15TH DR PHOENIX, AZ 85023

JAMES H WHITE 35 LAMPREY RD BROKEN BOW, OK 74728 JAMES HANSON 1400 JULIE CT RENO, NV 89509

JAMES HUMPHREY 18270 W 157TH ST. OLATHE, KS 66062

JAMES JOHNSON IRREVOCABLE TRUST 111 N HOT SPRINGS DRIVE BOISE, ID 83712

JAMES L ADAMS 9421 PINE ST. LENEXA, KS 66220

JAMES L BRENIZER 53344 STATE HWY P, EDINA, MO 63537

JAMES M HEALEY 3802 N FRACE ST. TACOMA, WA 98407

JAMES M MARZEC AND MARCIA S MARZEC 1103 BUELL AVE JOLIET, IL 60435

JAMES MACZKO 31704 N CLEARWATER DR LAKEMOOR, IL 60051

JAMES MARK JR & ELIZABETH MARK 33 OCEAN OAKS LANE PALM COAST, FL 32137

JAMES MARK 33 OCEAN OAKS LANE PALM COAST, FL 32137 JAMES N DEGNAN,
BEN OF THE BARBARA R DEGNAN EST
PO BOX 341243
AUSTIN, TX 78734

JAMES P SHERIDAN AND HELAINE M SHE REVOCABLE LIVING TRUST 1600 CLEARBROOK DR ALLEN, TX 75002

JAMES PENA 1521 GETTYSVUE WAY PRESCOTT, AZ 86301

JAMES R AND PAMELA ROETHLE, JTWROS 3 CARRIAGE CT JOHNSON CITY, TN 37604

JAMES REID 6004 PEDERNALES RIDGE NORTH RICHLAND HILLS, TX 76180

JAMES ROBERTSON 1833 RICHLAND DR ABILENE, TX 79603

JAMES SHERIDAN 1600 CLEARBROOK DR ALLEN, TX 75002

JAMES SPEIGHT 17104 EARTHWIND DR DALLAS, TX 75248

JAMES W LEWERT 11 HOLLOW SPRING RD NORWALK, CT 06854

JAMES WENTWORTH

3 ASHLEY NICOLE DR
PLAISTOW, NE 03865

JAMI STEVENSON 2528 LARCHMOUNT DR NE ISSAQUAH, WA 98029

JAMIE D GARGOTTA 2661 NW LEES SUMMIT RD LEE'S SUMMIT, MO 64064

JAMS, INC. 18881 VON KARMAN AVE. SUITE 350 IRVINE, CA 92612

JAN BUTTON-MINTON AND ROBERT P MIN 5202 MOCCASIN TRAIL LOUISVILLE, KY 40207

JAN J AND MARSHA L KLODNER 3309 BUCKETHORN CT GARLAND, TX 75044

JAN KRAMER
35 CALLE JUAN C BORBON STE 67-333
GUAYNABO, PR 00969

JAN PHILLIPS-CLAR 6923 PASEO LAREDO LA JOLLA, CA 92037

JANE FUSSELL 4410 ALYDAR DR BARLESON, TX 76028

JANELLE F OUELLETTE 157 TOWN CENTER BLVD #3412 CLERMONT, FL 34714

JANICE P MECCA 379 SCHOOL ST. BOYLSTON, MA 01505 JANINE R STERRITT 1820 ROYAL FERN LN JACKSONVILLE BEACH, FL 32250

JARED COX 2715 HERMOSA VISTA DR MESA, AZ 85213

JAWAHAR L AND VIJAY TAUNK 4050 PRESIDENTIAL DR PALM HARBOR, FL 34685

JCBH ENTERPRISE, LLC 1-19 PASEO ALHAMBRA, TORRIMAR GUAYNABO, PR 00966

JEAN AND ROBERT VESTAL 1308 OLD MILL RD CEDAR PARK, TX 78613

JEAN D COFFMAN 324 HEDGEROW CT KINGSPORT, TN 37663

JEANETTE M GRISSOM 4529 SHELDON TRAIL FORT WORTH, TX 76244

JEANNE BLAIR 1010 9TH AVENUE S EDMONDS, WA 98020

JEANNE M SCHAEFFER 9755 E CTY RD 1850 N FERDINAND, IN 47532

JEANNE RICOTTA 2982 NIGHT WATCH WAY ALPINE, CA 91901 JEFF LARSON 2250 WEST ROSCOE UNIT 1 CHICAGO, IL 60618

JEFFERY A OSBORN 3471 NEAL CREEK RD HOOD RIVER, OR 97031

JEFFREY A KAPLAN 5 CORLISS RD WINDHAM, NH 03087

JEFFREY A RHONE 5016 TIMBERVIEW DR FLOWER MOUND, TX 75028

JEFFREY AND DIANA BRADY 14780 CARMEL RIDGE RD SAN DIEGO, CA 92128

JEFFREY AND JAMIE BUTLER 29700 OLD PINK HILL RD GRAIN VALLEY, MO 64029

JEFFREY DOSTER 1840 PROSPECT AVE. ORLANDO, FL 32814

JEFFREY GRAMM 283 FRIENDSHIP DR BRISTOL, TN 37620

JEFFREY HITTNER 11055 N STARGAZER DR ORO VALLEY, AZ 85737

JEFFREY J BEANE 12 SKYLAR DR SOUTHBOROUGH, MA 01772 JEFFREY J BRADLEY
TRUSTEE OF JEFFREY J BRADLEY LVNG
3309 117TH LANE NE
BLAINE, MN 55449

JEFFREY JEWETT 943 CARVER ST MESQUITE, TX 75149

JEFFREY R AND PATRICIA A SERMERSHE 9304 S STATE RD 257 STENDAL, IN 47585

JEFFREY ROLLWITZ 9670 ROBBIE JONES RD SAN ANGELO, TX 76904

JEFFREY S CUMMINGS 700 BOSTON POST RD WESTON, MA 02093

JEFFREY T DEAN 4001 CARRIAGE HILL DR CRESTWOOD, KY 40014

JEFFREY WOOLNOUGH AND CLAUDETTE RO 5178 KIPPER WAY VERO BEACH, FL 32967

JEM CNSTRUCTION INC.
ADDRESS UNAVAIL AT TIME OF FILING

JENNIFER A ELLINGTON DEC'D TRUST 1 5714 25RD N ARLINGTON, VA 22207

JENNIFER BJORNSLAD
ADDRESS UNAVAIL AT TIME OF FILING

JENNIFER FELDMAN LICHTMAN 7951 LAURELRIDGE RD SAN DIEGO, CA 92120

JENNIFER GOODWIN 3909 MERRIMAN DR PLANO, TX 75074

JENNIFER LONG 8090 N COFFELT CEMETERY RD BENTONVILLE, AR 72713

JENNIFER S JOHNSON SPECIAL NEEDS T 359 GEORGETOWN RD NAZARETH, PA 18064

JENSEN HUGHES, INC JENSEN HUGHES, INC PO BOX 7410242 CHICAGO, IL 60674

JEREMY W FUNKHOUSER AND ANDREA M S 790 MARIGOLD CT BRIDGEVILLE, PA 15017

JEROME AND ANASTASIA ANGEL INTERVI REV TRUST DECLARATION OF 1985 801 E TAHQUITZ CANYON WAY, STE 200 PALM SPRINGS, CA 92262

JEROME WASHINGTON 4223 SAN LUIS ST. COMPTON, CA 90221

JERRY ANDERSON AND SHARON ERIKSSON 103 BROAD VISTA COURT GEORGETOWN, TX 28628

JERRY MONARCH 11150 STATE ROUTE REYNOLDS STATION, KY 42368 JERRY W SMITH 129 ASHLEY DR MOUNT CARMEL, TN 37645

JESSE AND KACIE BURT 334 GARTH RIDGE DR ABILENE, TX 79602

JESSE AND RHODA ABZUG 20928 SABER JET PLACE ASHBURN, VA 20147

JESSE HOLBROOK III 6845 OLD MILL ROAD NORTH RICHLAND HILLS, TX 76182

JESSE L ABZUG 20928 SABER JET PLACE ASHBURN, VA 20147

JESSICA LENNARD 8405B 8TH AVE NW SEATTLE, WA 98117

JESUS BONILLA DORADO BEACH EAST 398 DORADO, PR 00646

JESUS LUCIO JR 1042 KNOXBRIDGE ROAD FORNEY, TX 75126

JI YANG 80 DASHI W RD QINGYANG DISTRICT HE JIA GARDEN, ROOM 513A CHENGDU, SICHUAN, 610041 CHINA

JIA LU
ROOM 7B, BUILDING 2 FENGLIN OASIS
DA TUN ROAD, CHAOYANG DISTRICT
BEIJING, CHINA

JIA MENG 902, UNIT 1 BLDG 18 SHOUCHENG INTL 36 GUANGQU ROAD, CHAOYANG D, BEIJING 100022 CHINA

JIA YUAN #7A, NO.8 LANE 688, YAN`AN WEST RD CHANGNING DISTRICT SHANGHAI, 200000 CHINA

JIAMEI SUN
ROOM 3705, RUNFU PHASE 3
NO.36 TONGGU ROAD, NANSHAN DIST
SHENZHEN, GUANGDONG 511464 CHINA

JIAN LU ADDRESS UNAVAIL AT TIME OF FILING

JIANLIN FU 1-1-202, LANTIAN CITY GARDEN, 168 TIANCHENG ROAD, JIANGGANDST HANGZHOU, ZHEJIANG, CHINA

JIANQING HE
RM 33, NO.2, LANE 209, CHANGSHU RD
XUHUI DISTRICT
SHANGHAI, 200031 CHINA

JIAYING ZHENG 615 WINDSOR LAKE PL VIRGINIA BEACH, VA 23452

JIAZHI YANG ROOM 3103, BLDNG #8, REGENTS PARK 88 HUICHUAN ROAD, CHANGNING DST SHANGHAI, 200050 CHINA

JIAZHU LI 9141 PINCH SHOT DR WINTER GARDEN, FL 34787 JIHONG LIN
ROOM 210, BUILDING 12, BEIYUAN 2,
CHAOYANG DISTRICT
BEIJING, 100012 CHINA

JIJUN WANG 4226 129TH PL SE APT 4 BELLEVUE, WA 98006

JILL R SANTANGELO LIVING TRUST 16082 ALISSA COURT HOMER GLEN, IL 60491

JIM CAMPBELL & SONS INC ADDRESS UNAVAIL AT TIME OF FILING

JIM CHRISTENSEN
22828 SE 268TH PLACE
MAPLE VALLEY, WA 98038

JIM WAGNER
ADDRESS UNAVAIL AT TIME OF FILING

JIMMY C WHITE 2933 N HWY 208 COLORADO CITY, TX 79512

JING JING XIE
ADDRESS UNAVAIL AT TIME OF FILING

JING LU
B01, BLDG #55, NO 1, GONGYUAN AVE
PANLONG DISTRICT
KUNMING CITY, YUNNAN 650224 CHINA

JING ZHANG 2445 132ND AVE. SE BELLEVUE, WA 98005 JINGHUA LIU 2-5-4, NO. 9, QINGYUN YUNJI ZHONGSHAN DISTRICT, DALIAN CITY, LIAONING 110621 CHINA

JINGYING LOU
7A VIEW ROAD, GLENFIELD
AUCKLAND,
NEW ZEALAND

JJ WAVRO FAMILY TRUST 1598 30TH CT KENOSHA, WI 53144

JMW GROUP | WINDERMERE PROPERTY MA 210 SUMMIT AVE E SEATTLE, WA 98102

JO ANN BEVERLY 10655 N 9TH ST. #127 PHOENIX, AZ 85020

JOAN PARMAN 250 E ALAMEDA APT 307 SANTA FE, NM 87501

JOANN AMICK AND RICHARD AMICK JTWR 1410 HOBSON RICHMOND, TX 77469

JOANN VON PLINSKY 8460 RIVERWALK LANDING SUWANEE, GA 30024

JOANNE OWENS-PECK
9 ENGLISH STATION ROAD
ROCHESTER, NY 14616

JODI B MCKINNEY REVOCABLE TRUST OS152 CATLIN SQUARE GENEVA, IL 60134

JOE AND TAMMY JONES 125 WEST CLINTON STREET DUBLIN, TX 76446

JOE JONES 125 W CLINTON ST DUBLIN, TX 76446

JOE KANNER 200 EAST 58TH STREET NEW YORK, NY 10022

JOEL BERMAN 27 GREAT POND DR BOXFORD, MA 01921

JOEL KOCEN
ADDRESS UNAVAIL AT TIME OF FILING

JOEL M SNYDER 4960 ROCKFORD DR SAN DIEGO, CA 92115

JOHAN ANDERSSON 2750 GLORY LN TROPHY CLUB, TX 76262

JOHN A AND MARY E MANOS 23536 QUAIL HOLLOW DR WESTLAKE, OH 44145

JOHN AND CARMEN HAMMEL URB PARKVILLE SUR, B28 CALLE ADAMS GUAYNABO, PR 00969

JOHN AND CYNTHIA EVERS 3064 GREYWALLS DRIVE POWHATAN, VA 23139

JOHN AND DONNA MCDONALD PO BOX 880848 PORT ST. LUCIE, FL 34988

JOHN AND JUDITH MCCLELLAN 6387 FAWN LANE CIRCLE PINES, MN 55014

JOHN AND JUDY FRAZIER 4308 CHENNY LANE LOUISVILLE, KY 40299

JOHN AND RUTH PAYNE 3220 CANTERBURY LANE LOUSIVILLE, KY 40207

JOHN ARIKO 271 PRESCOTT DRIVE ORLANDO, FL 32801

JOHN ATZBACH 15127 NE 24TH ST, SUITE 118 REDMOND, WA 98052

JOHN B PHILLIPS 2404 HEMLOCK FARMS HAWLEY, PA 18428

JOHN BRINDISI 242 SMITH NECK ROAD SOUTH DARTMOUTH, MA 02748

JOHN C AND TAMMY S RUFF 828 E POWELL AVE. EVANSVILLE, IN 47713

JOHN CROUCH
ADDRESS UNAVAIL AT TIME OF FILING

JOHN CUOZZO 16 SABINE LANE FRANKLIN, NJ 07416

JOHN D SURYAN SOLO 401K TRUST 16531 SE 59TH PLACE BELLEVUE, WA 98006

JOHN DARRAH 2539 QUAIL GLEN DR CARROLLTON, TX 75006

JOHN F HOGAN 33 DIKE DR CLINTON, MA 01510

JOHN F SULLIVAN REVOCABLE TRUST UT 44 HAWTHORNE LN BARRINGTON HILLS, IL 60010

JOHN GEHRON 55 W DELAWARE PL. #1017 CHICAGO, IL 60610

JOHN GEIB 3449 POTOSI RD ABILENE, TX 79602

JOHN GRIFFIN AND CONSTANCE GRIFFIN 7425 GAINEY RANCH RD #16 SCOTTSDALE, AZ 85258

JOHN H CARLSON 1601 MINNEAPOLIS AVE DULUTH, MN 55803

JOHN HOWIE STEAK 11111 NE 8TH ST #125, BELLEVUE, WA 98004 JOHN J WILBERT 4800 COUNTY LINE RD MACEDON, NY 14502

JOHN K GOODNOW AND LUCILLE GOODNOW 43678 WARBLER SQUARE LEESBURG, VA 20176

JOHN KAISER 7410 W ECKERTY RD ECKERTY, IN 47116

JOHN KEITH BENTLEY 2300 KINGS COUNTRY DR IRVING, TX 75038

JOHN L MALISIA REVOCABLE TRUST DTD 612 STANFORD LANE BUFFALO GROVE, IL 60089

JOHN M AND PATRICIA K JERNEJCIC, J 3757 WILKES LN GIG HARBOR, WA 98332

JOHN M SAGER 6720 AMERICAN WAY BETHLEHEM, PA 18017

JOHN MCCARLEY DAVIS 1851 LEGION DRIVE WINTER PARK, FL 32789

JOHN NASON, ARCHITECT D/B/A NASON PO BOX 7385 CONVINGTON, WA 98042

JOHN PAUL REID 119 GOLD CREEK CIRCLE FOLSOM, CA 95630 JOHN R AND COLLEEN P HENNING 24272 HILLVIEW DR LAGUNA NIGUEL, CA 92677

JOHN R HOLMES 17508 S STATE ROUTE D BELTON, MO 64012

JOHN S SCHOPPE 216 GERARD CIR. MCCORMICK, SC 29835

JOHN STANLEY QUANTRILL 5959 COUNTY RD 441 PRINCETON, TX 75407

JOHN VAN BRUNT 11984 GLADSTONE CT FRISCO, TX 75035

JOHN WETTERSTEN
19 LONGMEADOW RD
WIMMETKA, IL 60093

JOHN WILBER 16389 N 108TH PL. SCOTTSDALE, AZ 85255

JOHN WILLIAM WEISS 2002 TRUST 4318 WEST PINE BLVD ST. LOUIS, MO 63108

JOHNETTE H VAN EEDEN 451 WESTPARK WAY, STE 1 EULESS, TX 76040

JOHNSON ECONOMICS 621 SW ALDER SUITE 605 PORTLAND, WA 97205 JON M AND HELEN C JOHNSTON, JTWROS 13982 VINTAGE VW ABINGDON, VA 24210

JON M GRACE 4007 E SAGINAW HWY GRAND LEDGE, MI 48837

JONATHAN D PINCUS + ELEANOR E CLAP 10 WHITESTONE LANE ROCHESTER, NY 14618

JONATHAN SARNA 1215 COMMONWEALTH AVENUE WEST NEWTON, MA 02465

JONATHAN SIEGEL ADDRESS UNAVAIL AT TIME OF FILING

JORDAN STONE 13174 N 100TH PLACE SCOTTSDALE, AZ 85260

JORDON SHELTON 9717 72ND AVE CT E PUYALLUP, WA 98373

JORGE ASENCIO WEBER PO BOX 932 CAGUAS, PR 00926

JORGE L PADILLA COND LAS OLAS - APT 1C 1503 AVE ASHFORD SAN JUAN, PR 00911

JORGE L RIVERA JIMENEZ PO BOX 1570 CAGUAS, PR 00726 JORGE SALA 8169 CALLE CONCORDIA, STE 102 PONCE, PR 00717

JOSÉ A ALONSO ALONSO 65 AVENIDA CONDADO APT. 1, CONDADO SAN JUAN, PR 00907

JOSÉ A ALONSO RETIREMENT PLAN URB PASEO MAYOR CALLE10 C36 SAN JUAN, PR 00926

JOSE A CHIPI CASAS 40 CALLE CAOBA ESTANCIAS DE TORRIMAR GUAYNABO, PR 00966

JOSE A RODRIGUEZ-RUIZ AND MARIA MU 2815 W SANDERS DR TAMPA, FL 33611

JOSE AND MARIA MEDINA
URB MONTE CLARO ME 32 PLAZA 17
BAYAMON, PR 00961

JOSE C BENITEZ ULMER COND PARKSIDE PH4 D14 CALLE 6 GUAYNABO, PR 00968

JOSÉ G MATOS MALAVE RETIREMENT PLA CAPITAL CENTER SUR SUITE 1202 AVA HOSTOS 239 SAN JUAN, PR 00918

JOSÉ R CUMBA PROFIT SHARING PLAN B-19 SOUTHVIEW COURT BALDWIN PARK GUAYNABO, PR 00969

JOSÉ SALA
URB LA VILLA DE TORRIMAR
10 CALLE REINA ISABEL
GUAYNABO, PR 00966

JOSEPH AIELLO 6331 DWANE AVE. SAN DIEGO, CA 92120

JOSEPH AND GAIL A MALOCHESKI 583 ASH LN SAYLORSBURG, PA 18353

JOSEPH AND KAREN SANTONE 2945 PINE BLOOM WAY LELAND, NC 28451

JOSEPH C AND BARBARA ANSLEY 6812 MEADOWS WEST DR S FORT WORTH, TX 76132

JOSEPH E KUHN AND CHARLOTTE G KUHN REVOCABLE LIVING TRUST 149 SETTLEMENT DR UNIT 1-9 BASTROP, TX 78602

JOSEPH F HORVATH
6486 KIRKWALL POINT SW
OCEAN ISLE BEACH, NC 28469

JOSEPH M JONES
44 LINDA LANE
FREMONT, NH 03044

JOSEPH OCCIPINTI 727 TYLER DR STROUDSBURG, PA 18360

JOSEPH SANFILIPPO 116 TOR CIR. GIBSONIA, PA 15044 JOSEPH T MURDOCH AND JANICE H MURD 30 FITZWILLIAMS RD WASHINGTON, PA 15301

JOSEPH V DALLI, CPA, A PROF CORPOR 540 RALSTON AVE SUITE J BELMONT, CA 94002

JOSH AND LEANN HASLAM FAMILY TRUST 3180 E WATERMAN COURT GILBERT, AZ 85297

JOSH RIDDELL ADDRESS UNAVAIL AT TIME OF FILING

JOSHUA C PINCUS AND NATALIE A PINC 57 RENSSELAER DR ROCHESTER, NY 14618

JOSHUA LOWE 13 LAKE COURT NORTH OAKS, MN 55127

JOY CREECH 2825 CR 2600 STANTON, TX 79782

JOY NECESSARY 909 CUMBERLAND STREET BRISTOL, VA 24201

JOYCE BYRD PO BOX 5832 CLOVIS, NM 88101

JOYCE FAMILY TRUST ADDRESS UNAVAIL AT TIME OF FILING

JOYCE ZHONG ADDRESS UNAVAIL AT TIME OF FILING JOYFUL HAVEN CLEANING, LLC 1023 S FERRY ST TACOMA, WA 98405

JP MORGAN SECURITIES, LLC 605 NORTH MICHIGAN AVENUE CHICAGO, IL 60611

JPMORGAN CHASE & CO. 270 PARK AVE NEW YORK, NY 10017-2001

JR SAMPSON COMPANY 4040 ORCHARD ST W FIRCREST, WA 98466

JS COATS 570 KIRKLAND WAY, SUITE 101 KIRKLAND, WA 98033

JSH PROPERTIES, INC 7325 166TH AVENUE NORTHEAST F-260 REDMOND, WA 98052

JSM EQUITIES, LLC DBA CALIBER HOME ADDRESS UNAVAIL AT TIME OF FILING

JUAN A NEVAREZ RETIREMENT PLAN 1699 CALLE PARANA URB RIO PIEDRAS HEIGHTS SAN JUAN, PR 00926

JUAN F CANCIO RETIREMENT PLAN MIRAMAR ROYAL CALLE ROOSEVELT 706 APT. 1001N SAN JUAN, PR 00907

JUAN GUO 1771 MONROE AVE NE RENTON, WA 98056 JUAN R FERNANDEZ 1717 PONCE DE LEON, APT. 1901 SAN JUAN, PR 00909

JUDD WHITE 2541 JOHN C STEVENS ABILENE, TX 79601

JUDITH A BURNS REVOCABLE TRUST DTD 16 SHIP ST.
JAMESTOWN, RI 02835

JUDITH ESPINAR 369 MONTEZUMA PERSONAL MAIL BOX 553 SANTA FE, NM 87501

JUDITH FABRICANT
24 MULLARKEY DRIVE
WEST ORANGE, NJ 07052

JUDITH M GREEN
4015 FOREST BEACH DR NW
GIG HARBOR, WA 98335

JUDITH WILLIAMS
4524 FOXFIRE WAY
FT WORTH, TX 76133

JULIA FALVEY
ADDRESS UNAVAIL AT TIME OF FILING

JULIANA GOLDENBERG 6706 SHELL FLOWER LANE DALLAS, TX 75252

JULIE A BOSIA 4785 SEA CORAL DR SAN DIEGO, CA 92154 JULIE A COOMBS-TUPPER FAMILY TRUST 70 MORNING MIST LANE WAYNESVILLE, NC 28785

JULIE A FERRELL 4135 BRIAGROVE LN DALLAS, TX 75287

JULIE COOMBS-TUPPER 70 MORNING MIST LANE WAYNESVILLE, NC 28785

JULIE HOERR 1220 EAST ECHO LANE PHOENIX, AZ 85020

JULIE M BEEMAN DEC'D TRUST 12/15/9 28739 SW SERENITY WAY WILSONVILLE, OR 97070

JULIE MAYKISH TRUST DTD. MAY 24, 2 20 BEVERLY RD WEST CALDWELL, NJ 07006

JULIE ROBERTS 259 WINDSOR DRIVE EPHRATA, PA 17522

JUMIO INC 395 PAGE MILL RD PALO ALTO, CA 94306

JUN SHEN #1009, #6, ALLEY 476, CHANGNING RD CHANGNING DISTRICT, SHANGHAI, CHINA

JUNE DEAN 6600 LOOKOVER CIRCLE CRESTWOOD, KY 40014 JUNFEI WANG 9620 HEATHER PLACE RICHMOND, BC V7A 2T3 CANADA

JUNMING CHEN
10-2-402 ZHICHENGYUAN XIXICHENGYUA
XIHU DIST.
HANGZHOU, ZHEJIANG, 310030 CHINA

JUSTIN C KROLL ADDRESS UNAVAIL AT TIME OF FILING

JUYING PENG 15919 SOUTHEAST 44TH WAY BELLEVUE, WA 98006

KAI AND MICHELLE OGSTON 911 EAST WILD ROSE ROAD COLBERT, WA 99005

KAI OGSTON 911 EAST WILD ROSE ROAD COLBERT, WA 99005

KALOS FINANCIAL INC 11525 PARK WOODS CIR ALPHARETTA, GA 30005

KAMIAK REAL ESTATE
ADDRESS UNAVAIL AT TIME OF FILING

KARA M CHAPMAN 4024 E FAIRMONT AVE PHOENIX, AZ 85018

KAREEM ILIYA 70 GLEN VIEW DR SHOREHAM, VT 05770 KAREN L RICHE 1292 CHEROKEE RD LOUISVILLE, KY 40204-2205

KAREN MCALLISTER
328 LAFAYETTE ROAD
COATESVILLE, PA 19320

KAREN WATKINS 873 GARDEN GLENN LOOP LAKE MARY, FL 32746

KARIS PROPERTIES TI 2701 SYLVAN DRIVE W TACOMA, WA 98466

KAROL MAYER 1227 BRENHAM DR ALLEN, TX 75013

KAROLEE KASSNER-SAMAC 16725 3RD AVE S BURIEN, WA 98148

KATHERINE S DEAN 725 KAPIOLANI BLVD APT. 3002 HONOLULU, HI 96813

KATHLEEN A ANDERSON 35 W 979 FIELDCREST DR ST. CHARLES, IL 60175

KATHLEEN A BISHOP DESCENDANTS TRUS 22W040 GLENDALE TERRACE MEDINAH, IL 60157

KATHLEEN WHISTANCE 209 SE COYLE CT LEE'S SUMMIT, MO 64063 KATHRYN ANN COLE INDV 79090 VIA SAN CLARA LA QUINTA, CA 92253

KATHRYN HECHT 146 BEAUMONT AVE SAN FRANCISCO, CA 94118

KATHRYN S LINDQUIST 847 WASHINGTON STREET ANOKA, MN 55303

KATHY CONN AND KEITH RIEGELSBERGER 161 WILLIAMSBURG DRIVE AVON LAKE, OH 44012

KATHY CONN 161 WILLIAMSBURG DRIVE AVON LAKE, OH 44012

KATIE J GALE 12308 N 90TH WAY SCOTTSDALE, AZ 85260

KAVI MARKETPLACE 3300 NW 185TH AVENUE, SUITE 158 PORTLAND, OR 97229

KAY DELGADO 4515 FOREST BEND COURT GARLAND, TX 75040

KAYLA WOOD
ADDRESS UNAVAIL AT TIME OF FILING

KBRI6
ADDRESS UNAVAIL AT TIME OF FILING

KE LI
ROOM 2502, NO. 11 LANE 58,
SOUTH LONGZHOU ROAD, MINHANG DST
SHANGHAI, CHINA

KE REN
ROOM 3206 BUILDING 1,,
FENGHUANGHEMEI CTY, CHANGHONG RD
YUHUAT NANJING, JIANGSU 210000 PRC

KEITH A RIEGELSBERGER 3259 NAPA BLVD AVON, OH 44011

KEITH A WILSON 1302 CASA MARINA LANE NW ALEXANDRIA, MN 56308

KELLE TYSON 216 GLITCHEGUMEE DR BUCKLEY, MI 49620

KELLEN M WOLFE 14596 RANCH TRAIL DR EL CAJON, CA 92021

KELLER WILLIAMS REALTY INC 1000 SE EVERETT MALL WAY #201 EVERETT, WA 98208

KELLY BAGGETT 4802 117TH STREET LUBBOCK, TX 79424

KENNEDY WILSON INC 151 S EL CAMINO DR BEVERLY HILLS, CA 90212

KENNETH AND BEVERLY KNIGHT, JTWROS 3900 RIDGE ROAD WILLOW PARK, TX 76087

KENNETH AND DONNA CHARBONEAU 43536 CANLA DR PAW PAW, MI 49079

KENNETH AND GLORIA GLOVER 8851 HARDWICK RD ABILENE, TX 79606

KENNETH AND JULIANA BARROW 2107 HEMLOCK LN EAST STROUDSBURG, PA 18302

KENNETH AND KATHLEEN THOMPSON 2314 QUARTERPATH DRIVE RICHMOND, TX 77406

KENNETH AND PATRICIA CASON 817 NE COLLEEN DR LEE'S SUMMIT, MO 64086

KENNETH CHARBONEAU 43536 CANLA DR PAW PAW, MI 49079

KENNETH E ADAMS
11 SOUTH LAKE BRIDGE
INLET BEACH, FL 32461

KENNETH G AND CARLA M STEVENS 9752 NEW CALIFORNIA DR PLAIN CITY, OH 43064

KENNETH G STEVENS 9752 NEW CALIFORNIA DR PLAIN CITY, OH 43064

KENNETH L MICHAELIS & ELAINE A MIC 134 CRYSTAL SPRINGS DRIVE GEORGETOWN, TX 78633

KENNETH PODPESKAR 14096 BURGUNDY COURT ROSEMOUNT, MN 55068

KENNETH PORTER 1850 KEARNEY CT, NE LELAND, NC 28451

KENNETH ROCHEN 5504 80TH ST. LUBBOCK, TX 79424

KENT CHARBONEAU 64683 77TH AVE HARTFORD, MI 49057

KENT HOLMES PAINTING 4720 BROWNS POINT BLVD TACOMA, WA 98422

KERRY M GOLDS AND DEREK C MAZIQUE 511 MADISON STREET HOBOKEN, NJ 07030

KEVIN AND PAMELA LONG PO BOX 105 BLAKESLEE, PA 18610

KEVIN BENTSON ADDRESS UNAVAIL AT TIME OF FILING

KEVIN C BERRY LIVING TRUST 24083 N 76TH PL. SCOTTSDALE, AZ 85255

KEVIN C BERRY 24083 N 76TH PL. SCOTTSDALE, AZ 85255 KEVIN COE 1727 CLARKE SPRINGS DR ALLEN, TX 75002

KEVIN J POUCHE 10 COUNTRY ROAD CHESTNUT HILL BROOKLINE, MA 02476

KEVIN M MEDEIROS 18 ORCHARD DR HUDSON, MA 01749

KEVIN M WEST 160 UNIVERSITY RD BROOKLINE, MA 02445

KEVIN R CROCKETT
28188 DESERT PRINCESS DRIVE
CATHEDRAL CITY, CA 92234

KEVIN RUPERT 1834 ADAMS AVE SAN DIEGO, CA 92116

KEVIN SUMMA 731 LOWER DEER VALLEY RD TANNERSVILLE, PA 18372

KEYSTONE NATIONAL GROUP, LLC ADDRESS UNAVAIL AT TIME OF FILING

KIDDER MATHEWS 500 108TH AVE NE, SUITE 2400 BELLEVUE, WA 98004

KIM A PARR 3945 MILITARY ROAD NW WASHINGTON, DC 20015 KIM M FIGLIULO 12512 LAKE VIEW DR ORLAND PARK, IL 60467

KIM MEACHAM
ADDRESS UNAVAIL AT TIME OF FILING

KIMLEY-HORN AND ASSOCIATES, INC. 421 FAYETTEVILLE ST RALEIGH, NC 27601

KIN+CARTA (AKA:SPIRE DIGITAL) PO BOX 2619 LITTLETON, CO 80161

KING COUNTY FINANCE 201 S JACKSON ST STE 710 SEATTLE, WA 98104

KING COUNTY HOUSING AUTHORITY 600 ANDOVER PARK W
TUKWILA, WA 98188

KING COUNTY TREASURY 201 S JACKSON ST. #710 SEATTLE, WA 98104

KINGBOND INTERNATIONAL INVESTMENT RM A, 20/F, KIU FU COMMERCIAL BLDG 300 LOCKHART RD WANCHAI, HONG KONG

KINGDOM TRUST PO BOX 870 MURRAY, KY 42071

KINGSBURY CAPITAL, INC. 1560 SHERMAN AVENUE, SUITE 520 EVANSTON, IL 60201 KIRK D HARTMAN 998 WEST ARCHERFIELD DRIVE MERIDIAN, ID 83646

KIRKLAND DEVELOPMENT, LLC 2300 E 3RD LOOP, SUITE 100 VANCOUVER, WA 98661

KIRKLAND GMC 12335 120TH AVE NE KIRKLAND, WA 98034

KIT L MCMANUS 153 OAK BRANCH CT WAXAHACHIE, TX 75167

KITSAP COUNTY 614 DIVISION ST PORT ORCHARD, WA 98366-4614

KITTIAS COUNTY ADDRESS UNAVAIL AT TIME OF FILING

KLEENSWEEP CONSTRUCTION, INC. PO BOX 611 MILTON, WA 98354

KLEPPS
ADDRESS UNAVAIL AT TIME OF FILING

KLIEMANN BROTHERS HEATING & AIR 4703 116TH STREET EAST TACOMA, WA 98446

KOSNIK ENGINEERING, PC 10505 19TH AVE SE, SUITE B EVERETT, WA 98208 KPFF, INC. 1601 FIFTH AVE. SUITE 1600 SEATTLE, WA 98101

KRISTINA D CRAWFORD 514 ROCHESTER CLOSE FRANKLIN, TN 37064

KRISTON TRETTON
185 MANVILLE HILL RD UNIT 507
CUMBERLAND, RI 02864

KUN WANG
NO.144, BLD 14 #6 CRHNG TIGER BRDG
HAIDIAN DISTRICT
BEIJING, 100044 CHINA

KUNZMAN & BOLLINGER, INC 5100 N BROOKLINE AVE SUITE 600 OKLAHOMA CITY, OK 73112

KUO ZHONG 6TH FLR, BLDG B, RAYCOM INFO CNTR HAIDIAN DISTRICT BEIJING, CHINA

KURT M RAWDING 331 REMINGTON ROAD EAST STROUDSBURG, PA 18301

KURT R BALDRY 12868 90TH ST. NE OTSEGO, MN 55330

KVCF, PLC 1401 E CARY STREET RICHMOND, VA 23219 KVH CONSTRUCTION
ADDRESS UNAVAIL AT TIME OF FILING

KWAN CHAN AND DEWEI ZOU 4209 WHITMAN AVENUE NORTH SEATTLE, WA 98103

KYLE RIVA 4563 TIGUA ISLAND CT WINTER PARK, FL 32792

L & L PRINTING, INC. 1430 E MAIN AVE SUITE E PUYALLUP, WA 98372

L&R CORPORATION PO BOX 643 YAUCO, PR 00698

LA ARBOLEDA, LLC MCS PLAZA, SUITE 804, 255 AVE. PONCE DE LEON SAN JUAN, PR 00917

LAFFERTY & ASSOCIATES 7719 S 124TH ST. SEATTLE, WA 98178

LAKE UNION ESTATES, LLC
ADDRESS UNAVAIL AT TIME OF FILING

LAKE WASHINGTON HUMAN RESOURCES AS 2150 NORTH 107TH STREET SUITE 205 SEATTLE, WA 98133

LANDMARK DESIGN INC 1202 MAIN STREET #104 SUMNER, WA 98390 LARRY D HAYES 4910 HACKBERRY LN PARKER, TX 75002

LARRY DREW KEMP 9509 FM 860 MONTALBA, TX 75853

LARRY E AND RITA S VEST (JTWROS) 4212 CENTERFIELD DR CRESTWOOD, KY 40014

LARRY GLANVILLE 361 BARKS ROAD CALEDONIA, NY 14423

LARRY HAHN
2383 CAMDEN LAKE CIRCLE NORTHWEST
ACWORTH, GA 30101

LARRY J LUCKIE PO BOX 1962 OZONA, TX 76943

LARRY L PENKA AND JANICE L PENKA T 5417 W 141ST ST. TERRACE LEAWOOD, KS 66224

LARRY MCCORD 3775 GUMTREE LANE ST. LOUIS, MO 63129

LARRY W HAIRGROVE
453 ANDERSON COUNTY RD #1209
GRAPELAND, TX 75844

LARSON & ASSOCIATES
ADDRESS UNAVAIL AT TIME OF FILING

LATCHMIN KISSOON 1821 DITMARS BLVD ASTORIA, NY 11105

LAUCHLIN R BETHUNE ASSOCIATES, INC P O.BOX 1442
MAPLE VALEEY, WA 98038

LAURA D JONES TRUST DATED 9/28/201 5989 BUTTONWOOD SQ VERO BEACH, FL 32966

LAURA M STEVENS 11981 CYPRESS VALLEY DR SAN DIEGO, CA 92131

LAURA SCIBA
ADDRESS UNAVAIL AT TIME OF FILING

LAUREN C HART 2160 CALLAHAN DRIVE FORNEY, TX 75126

LAW OFFICE OF HANZHANG XU 1901 AVENUE OF THE STARS, STE 200 LOS ANGELES, CA 90067

LAWN BOYS INC. 1836 TERMINAL DR RICHLAND, WA 99354

LAWRENCE E MAGEE 16311 CANYON SHADOW SAN ANTONIO, TX 78232

LAWRENCE S AND BETTY L FRIES 703 MARDEL DR #503 NAPLES, FL 34104

LEANDRO C & TERESITA V CENTENERA 11206 SPYGLASS HILL LANE NE ALBUQUERQUE, NM 87111

LEANNE KUHLMAN 24419 30TH AVENUE EAST SPANAWAY, WA 98387

LEASE DIRECT
ADDRESS UNAVAIL AT TIME OF FILING

LEBLANC FINANCIAL
ADDRESS UNAVAIL AT TIME OF FILING

LEE & ASSOCIATES COMMERCIAL 701 PIKE STREET, SUITE 1025 SEATTLE, WA 98101

LEGAL & COMPLIANCE LLC 330 CLEMATIS ST WEST PALM BEACH, FL 33401-4614

LEGENDS ROOFING CO., INC. PO BOX 731249
PUYALLUP, WA 98373

LEI (RAYMOND) ZHANG (DON'T USE) APT. 1204 NO. 17, LANE 28, GUILIN DONG JIE, XUHUI DISTRICT SHANGHAI, CHINA

LEI (RAYMOND) ZHANG
APT. 1204 NO. 17, LANE 28,
GUILIN DONG JIE,, XUHUI DISTRICT
SHANGHAI, 200000 CHINA

LEI WANG ROOM 209, BUILDING 3 BEIJING ZUNFU NO. 9 NAOSHIKOU STREET, XICHENG DS BEIJING, CHINA LEROY W FRICK LIVING TRUST 124 E OAK ST.
DALE, IN 47523

LESA ROSS 8201 THOMPSON PKWY ABILENE, TX 79606

LESLIE D GARDNER 9710 MAIN STREET UNIT A BOTHELL, WA 98011

LESTER KOBZIK
279 KELTON AVE.
SAN CARLOS, CA 94070

LEVAIN BAKERY INC 167 WEST 74TH STREET NEW YORK, NY 10023

LI GAO
SENAVERA WATERSCAPE GARDEN
CHAOYANG DISTRICT
BEIJING, 100020 CHINA

LI LI 1004, #1, BLD 2 JIANYE TIANZHU, SHANGDING RDKANGNING, GUANCHENG DS ZHENGZHOU, HENAN, 450016 CHINA

LI SI 4-1202 WANJIAHUACHENG NO.380 PINGSHUI ST, GONGSHU DIST HANGZHOU, ZHEJIANG, CHINA

LIANXUE YAN
2-14-2 WOBOYUAN COMMUNITY
SOUTH WUMA RD, HEPING DISTRICT
SHENYANG, LIAONING 110000 CHINA

LIBERTY LAND DEVELOPMENT
ADDRESS UNAVAIL AT TIME OF FILING

LIBERTY MUTUAL INSURANCE PO BOX 91013 CHICAGO, IL 60680-1171

LIBERTY TRUST CO. 8226 DOUGLAS AVE, SUITE 520 DALLAS, TX 75225

LIGHTHOUSE LENDERS, LLC
ADDRESS UNAVAIL AT TIME OF FILING

LIMA ONE CAPITAL, LLC 201 EAST MCBEE AVE SUITE 300 GREENVILLE, SC 29601

LIN LAN SUN ADDRESS UNAVAIL AT TIME OF FILING

LINCOLN FINANCIAL GROUP PO BOX 2248 FORT WAYNE, IN 46801

LINDA BENENATO 10114 NE 63RD ST KIRKLAND, WA 98033

LINDA E SMEDBERG TRUST NUMBER 01E4 2135 N JUNPER LN ARLINGTON HEIGHTS, IL 60004

LINDA HANSON 1400 JULIE CT RENO, NV 89509

LINDA J WILLIAMS
4787 GALICIA WAY
OCEANSIDE, CA 92056

LINDA OLSON-SCHOPPE 216 GERARD CIR. MCCORMICK, SC 29835

LINDA S JONES HOULE 15 EVERGREEN RD LINCOLN, RI 02865

LINDA SUE CUNNINGHAM 106 ROWAN DR BRISTOL, TN 37620

LINDEN PARK HEATED STORAGE 2102 E MAIN AVE PUYALLUP, WA 98372

LING CAI ADDRESS UNAVAIL AT TIME OF FILING

LING LUO 1923 KNOXBRIDGE RD FORNEY, TX 75126

LING-LING TSOU

348 8F-1 KUANG FU SOUTH ROAD
TAIPEI CITY, TAIWAN, 10693
CHINA

LINGYI ZHONG
NO.153 CHAOHUI ROAD
JINDUHUATING 5-3-902, GONGSHU DST
HANGZHOU, ZHEJIANG, 310000 CHINA

LINJI SUN
ROOM 501, NO. 10, LANE 100,
TIANLIN EAST ROAD, AIJIANYUAN
XUHUI DST, SHANGHAI, 200030 CHINA

LINKAGE INTERNATIONAL TECHNOLOGIES RAL 88 88 DES VOEUX RD CENTRAL HONG KONG, CHINA

LINVILLE LAW FIRM, PLLC 800 5TH AVE STE 3850 SEATTLE, WA 98104

LISA CLARE-YEAGER 537 NORTH 75TH STREET SEATTLE, WA 98103

LIYA JIN (GRACE SHIN)
RM 401, UNIT 3, BLD 7, LE`AN LI
WEITANG TOWN,
JIASHAN CTY, ZHEJIANG 314103 CHINA

LIYUN DONG ADDRESS UNAVAIL AT TIME OF FILING

LIYUN JIN 1B-2803, QIANHAI PLAZA NO. 9 QIANHAI ROAD, NANSHAN DIST SHENZHEN, GUANGDONG 518054 CHINA

LIZHENG SUN
NO.73, NO.115 NEI, LINYUSI STREET
NANSHI DISTRICT
BAODING, HEBEI, 071000 CHINA

LMLAL, LLC 5238 LOLETA AVENUE LOS ANGELES, CA 90041

LOBERG ROOFING 5800 188TH ST SW STE A LYNNWOOD, WA 98037

LOIS BICHERAY
ADDRESS UNAVAIL AT TIME OF FILING

LOLA 2000 4TH AVE SEATTLE, WA 98121

LONG YU
RM 101 BUILDING 35 NO.55 YUEFU RD
BAOSHAN DISTRICT
SHANGHAI, 2019000 CHINA

LOREN F HALVERSON 2233 KNOLL CIR. ANCHORAGE, AK 99501

LORI MCGOVERN 25115 S E 146TH STREET ISSAQUAH, WA 98027

LORI YOUNGBERG 3802 HERON DR LORAIN, OH 44053

LORIN D RONNOW 1370 E STRATFORD AVE. SALT LAKE CITY, UT 84106

LORRAINE HIBBERT 3639 E INDIGO BAY CT GILBERT, AZ 85234

LORRAINE KULPA 605 W MADISON STREET 3-2611 CHICAGO, IL 60661

LOTS PLUS, LLC ADDRESS UNAVAIL AT TIME OF FILING

LOUIS C MITCHELL JR 4870 1/2 OLD CLIFFS ROAD SAN DIEGO, CA 92120 LOWELL FAMILY TRUST 70 MORNING MIST LANE WAYNESVILLE, NC 28785

LPL FINANCIAL
126 HOLIDAY HILLS DRIVE
BRISTOL, NH 03222

LSN SOFT INC 24919 SE 43RD ST. SAMMAMISH, WA 98029

LU GAO RM 2201, BLD #3, LANE 168 NANDAN DONG RD , XUHUI DISTRICT SHANGHAI, 200000 CHINA

LUCHA MALATO 19 WINCHESTER DR CALIFON, NJ 07830

LUIS E CUMMINGS CARRERO 3417 PASEO VERSATIL URB VISTA POINT PONCE, PR 00716

LUIS ORTIZ RIVERA AND ANA M CERVER CONDOMINIO GALAXY APT 904 CAROLINA, PR 00979

LUIS PIO SANCHEZ RETIREMENT PLAN PO BOX 1246 GUAYNABO, PR 00970

LUKEA MIGRATION SERVICE LIMITED RM 1701, 17/F, NEW TREND CENTRE, 704 PRINCE EDWARD ROAD EAST, SAN PO KONG, KLN, HONG KONG

LUNCHBOX LABORATORY 989 112TH AVE NE #105 BELLEVUE, WA 98004

LUX CUSTOM HOMES
ADDRESS UNAVAIL AT TIME OF FILING

LV LONG
IPOH LANE 7, #13-02
SINGAPORE, 438610
SINGAPORE

LVM IRONWORKS LLC 566 LEHMAN DRIVE CAMANO ISLAND, WA 98282

LYLE HOMES, INC. 10604 NE 38TH PLACE KIRKLAND, WA 98033

LYNN WALLS BUSSMAN 18208 PRESTON RD #D9-427 DALLAS, TX 75252

LYNNE C MARGOLIN REVOCABLE TRUST D 17941 FAIROAKS WAY BOCA RATON, FL 33498

LYNNE R LEVIN REVOCABLE TRUST U/A 415 OAK KNOLL TERRACE ROCKVILLE, MD 20850

M AND J DOYLE REVOCABLE TRUST 10001 TIMOTHY LN VILLA PARK, CA 92861

M2 COMPLIANCE LLC 501 EAST LAS OLAS BLVD SUITE 30C FORT LAUDERDALE, FL 33301 MADRONICA CLARKE 809 E 40TH ST. APT. 6-4 CHICAGO, IL 60653

MAI HUANG 3288 NE MAGNOLIA ST ISSAQUAH, WA 98029

MAINSTAR TRUST 214 WEST 9TH ST ONAGA, KS 66521

MALLORY REVOCABLE TRUST 3050 STANFIELD AVENUE ORLANDO, FL 32814

MALSAM TSANG ENGINEERING CORP 122 S JACKSON ST SUITE 210 SEATTLE, WA 98104

MAÑALAC, MADELLAINE ADDRESS UNAVAIL AT TIME OF FILING

MANUEL A SUAREZ MENDEZ PO BOX 366029 SAN JUAN, PR 00936

MANUEL AND ELDA W CARRILLO 1126 SUNSET LANE CHELAN, WA 98816

MANUEL GONZALEZ PO BOX 367382 SAN JUAN, PR 00936

MANUEL MARTINEZ 563 BARBOSA AVE SAN JUAN, PR 00923 MANUEL MEDINA PO BOX 1498 VEGA BAJA, PR 00694

MARC WELLS
ADDRESS UNAVAIL AT TIME OF FILING

MARCUM LLP 601 ROUTE 73 NORTH, SUITE 400 MARLTON, NJ 08053

MARCUS & MILLICHAP 601 UNION STREET SEATTLE, WA 98101

MARGARET LAYFIELD 7766 BURNT OAK TRAIL JACKSONVILLE, FL 32256

MARGARET SCHELLENBERGER 90 FIELDSTONE CT NEW ALBANY, IN 47150

MARGARET WHITE 3905 EAST 3RD STREET LEHIGH ACRES, FL 33936

MARIA FERNANDEZ-CABRERA 83125 EXETER CT THERMAL, CA 92274

MARIA M PORTILLA DELGADO 9 CALLE FRAY INIGO BOSQUE DE LOS FRULIES GUAYNABO, PR 00969

MARIANA ROCHEN 5504 80TH ST. LUBBOCK, TX 79424 MARILYN J VARCOE 4751 GULFSHORE BLVD N #1402 NAPLES, FL 34103

MARILYN Z MENDELL REVOCABLE TRUST 529 SOUTH FLAGLER DR APT 17G WEST PALM BEACH, FL 33401

MARIO AND PAMELA VITALE 1003 BRAZOS DR SOUTHLAKE, TX 76092

MARIO TEMPESTA 48 W AMY LN ROCHESTER, NY 14626

MARK A & CRYSTAL T LANG 105 VIA AMALFI NEW SMYRNA BEACH, FL 32169

MARK AND ELAINE GERSHENSON 1133 N VISTA VESPERO PALM SPRINGS, CA 92262

MARK AND JUDITH STOLNITZ 2801 HARBOR BLVD OXNARD, CA 93035

MARK AND LINDA MOULDING 25484 SW PETES MOUNTAIN RD WEST LINN, OR 97068

MARK AND MONIQUE SULLIVAN TRUST UA 15516 ARTESIAN RIDGE ROAD SAN DIEGO, CA 92127

MARK AND MONIQUE SULLIVAN 714 MARLITA ST. HERMOSA BEACH, CA 92054

MARK BORENSTEIN
1024 STANFORD STREET
SANTA MONICA, CA 90403

MARK D GERSHENSON 1133 N VISTA VESPERO PALM SPRINGS, CA 92262

MARK E BEAUGARD 633 PLUM RUN DRIVE WEST CHESTER, PA 19382

MARK E TOMPKINS 838 MENTELLE DR NE ATLANTA, GA 30308

MARK GRACE 5501 PETOSKEY ST. ALANSON, MI 49706

MARK HADENFELDT 220 PIEDRAS DEL NORTE SEDONA, AZ 86351

MARK J FINKELSTEIN
1071 COMMONWEALTH AVE
NEWTON CENTRE, MA 02459

MARK KEATEN 101 COYOTE RUN WAXAHACHIE, TX 76165

MARK ROTH 17837 29TH AVE NE LAKE FOREST PARK, WA 98155

MARK TRAVERS ARCHITECT 2315 EAST PIKE STREET SEATTLE, WA 98122

MARK W HERTEL 1300 N KELLY DR SEYMOUR, TX 76380

MARKET FRESH FRUIT, LLC 1916 PIKE PL SUITE #12-350 SEATTLE, WA 98101

MARKET FRESH NEWARK LIBERTY INT AIRPORT NEWARK, NJ 07114

MARKETPLACE REALTY ADVISORS LLC 23515 NORTHEAST NOVELTY HILL ROAD, SUITE B221 #237 REDMOND, WA 98053

MARKETS GROUP 44 E 32ND STREET 4TH FLOOR NEW YORK, NY 10016

MARKTPLACE REALTY ADVISORS LLC 23515 NOVELTY HILL ROAD SUITE B221 #237 REDMOND, WA 98053

MARLA BASSLER 1130 LONGVIEW DR PRESCOTT, AZ 86305

MARLIN CAPITAL SOLUTIONS MARLIN BUSINESS BANK PO BOX 13604 PHILADELPHIA, PA 19101

MARLYN TRUST 105 AVE. ORTEGON, APT. 1601 GUAYNABO, PR 00966-2513 MARTHA ANN MCCARLEY SMITH 17619 WOODS EDGE DR DALLAS, TX 75287

MARTIN F STONE
4304 37TH STREET NORTHWEST
WASHINGTON, DC 20008

MARTIN FREDERICK STONE REVOCABLE T 4304 37TH ST. NW, WASHINGTON, DC 20008

MARTIN HEDMAN
ADDRESS UNAVAIL AT TIME OF FILING

MARTIN T SORGE #7 ASHWOOD CIR. ROCHESTER, NY 14624

MARTINSON PAINTING, LLC PO BOX 1848 MILTON, WA 98354

MARVIN L AND LAUREL A RODE 2621 E BLOCHER RD SCOTTSBURG, IN 47170

MARVIN OR GAYLE ARRUDA
ADDRESS UNAVAIL AT TIME OF FILING

MARY AND AUGUST ROSSANO, COMM PROP 2178 NE NELSON LANE ISSAQUAH, WA 98029

MARY AND BERNARD BRADY, JTWROS 700 COUNTRY ROAD HM
TWIN LAKES, WI 53181

MARY BEALL TTEE OF THE SURVIVOR'S TRUST 21 SPINNAKER WAY CORONADO, CA 92118

MARY BRADY 700 COUNTY ROAD HM TWIN LAKES, WI 53181

MARY D AMES, BEN OF BARBARA R DEGNAN EST PO BOX 892 PROCTOR, TX 76468

MARY D KEMPER 2245 WALL ST. EAGAN, MN 55122

MARY G CASH 7120 KING RANCH RD NORTH RICHLAND HILLS, TX 76182

MARY H BREEN 21 AUSTIN LANE LITTLE COMPTON, RI 02837

MARY JANE AND THOMAS D SULLIVAN 7722 STEVENS ST DARIEN, IL 60561

MARY JANE TOLLEY
1312 STOKES STATION RD
GOOCHLAND, VA 23063

MARY L ALFINI TRUST 419 E ORCHARD ST. ARLINGTON HEIGHTS, IL 60005

MARY L ALFINI
419 E ORCHARD ST.
ARLINGTON HEIGHTS, IL 60005

MARY LOU CRIQUI 1918 COLTRANE PL. ESCONDIDO, CA 92027

MARY SUE SCHICK 2610 E PRAIRIE CREEK DRIVE RICHARDSON, TX 75080

MASHINDER BAHIA
ADDRESS UNAVAIL AT TIME OF FILING

MASTER ZHANG REMODELING LLC 5040 117TH AVE SE BELLEVUE, WA 98006

MATADOR RESTAURANT 110 N WAYNE AVE WAYNE, PA 19087-3315

MATERIALS TESTING CONSULTING INC (777 CHRYSLER DRIVE BURLINGTON, WA 98233

MATTHEW J SCHMIDT 427 WOLLERTON STREET WEST CHESTER, PA 19382

MATTHEW LONGHURST ADDRESS UNAVAIL AT TIME OF FILING

MATTHEW PROFFITT 4330 CIELO TRAIL MIDLOTHIAN, TX 76065

MAUREEN F CARDIFF 12244 LA MAIDA STREET VALLEY VILLAGE, CA 91607 MAUREEN H HALL 631 WILLIAMS DR WINTER PARK, FL 32789

MAUREEN H MCNEIL 1271 TUSCANY BOULEVARD VENICE, FL 34292

MAXIE AND BEVERLY CARDOZA, JTWROS 1105 ROCKMOOR DR FORT WORTH, TX 76134

MAXIE CARDOZA 1105 ROCKMOOR DR FORT WORTH, TX 76134

MAXIMUM PERFORMANCE INC 16603 MERIDIAN E PUYALLUP, WA 98375

MAYA SINHA
5533 E MURIEL DR
SCOTTSDALE, AZ 85254

MAYES TESTING ENGINEERS, INC. PO BOX 959673 ST LOUIS, MO 63195

MC FINANCIAL SERVICES INC. 9117 FELSMERE CIR. LOUISVILLE, KY 40241

MCCULLOUGH HILL LEARY, P S 701 FIFTH AVE., SUITE 6600 SEATTLE, WA 98104

MCCULLOUGH HILL LEARY, PS (DONOTUS 701 FIFTH AVE SUITE 6600 SEATTLE, WA 98104

MCDOWELL NW PILE KING, INC 18905 84TH AVE S KENT, WA 98032

MEDOVA HEALTHCARE FINANCIAL GROUP 345 RIVERVIEW ST #600 WICHITA, WA 67203

MEENU SAINI 55 STALTONSTALL ROAD HAVERHILL, MA 01830

MEGA PACIFIC INVESTMENTS, LTD ADDRESS UNAVAIL AT TIME OF FILING

MEIFANG PAN
RM1302, BLD 5, CENTURY NEW CITY
GUDANG ST., XIHU DISTRICT
HANGZHOU, ZHEJIANG, 310000 CHINA

MEIHUA CHEN 29-3-601, HUSHU NEW VILLAGE GONGSHU DISTRICT HANGZHOU, ZHEJIANG, 310005 CHINA

MEREDITH DEE MCCUE 1051 OCEAN SHORE BLVD APT 804 ORMOND BEACH, FL 32176

MEREDITH ZYETZ 8600 SILVER RIDGE DR AUSTIN, TX 78759

MERIDIAN CAFE ADDRESS UNAVAIL AT TIME OF FILING

MERIDIAN CENTER ELECTRIC (MCE) 11109 66TH AVE E PUYALLUP, WA 98373 MERIDIAN GREENS HOLDINGS ADDRESS UNAVAIL AT TIME OF FILING

MERIDIAN VILLAGE DEVELOPMENT, LLC ADDRESS UNAVAIL AT TIME OF FILING

METAL ROOF SPECIALTIES 712 54TH AVE E FIFE, WA 98424

MEYER FAMILY TRUST DTD 11/09/1993 23005 NORTH 74TH ST #3004 SCOTTSDALE, AZ 85255

MEYERS ASSOCIATES LP ADDRESS UNAVAIL AT TIME OF FILING

MF GONZALEZ MELENDEZ RETIREMENT PL PO BOX 367382 SAN JUAN, PR 00936

MGSM HOLDINGS LLC 9527 EAST VERDE GROVE VIEW SCOTTSDALE, AZ 85255

MIC HOLDING LLC 268 AVE PONCE DE LEON STE 1005 SAN JUAN, PR 00918

MICHAEL A ADELIZZI 1765 33RD ST. SW ALLENTOWN, PA 18103

MICHAEL A GERMANA 3239 DEER CHASE RUN LONGWOOD, FL 32779

MICHAEL AND KAREN DIKES 366 CR323
TUSCOLA, TX 79562

MICHAEL AND KATHLEEN BAILEY 10780 E WILDCAT HILL RD SCOTTSDALE, AZ 85262

MICHAEL BUCKA 12951 SLEEPY WIND MOOREPARK, CA 93021

MICHAEL CHARBONEAU 64683 77TH AVE HARTFORD, MI 49057

MICHAEL COBURN PO BOX 391 ARGYLE, TX 76226

MICHAEL COLE 482 S SOUTH LONG LAKE ROAD TRAVERSE CITY, MI 49685

MICHAEL D AND MARILYNN CHANCE 3800 FOREST KANSAS CITY, MO 64109

MICHAEL D WESDELL 13272 SPARREN AVE SAN DIEGO, CA 92129

MICHAEL DEAN 9910 STONESTREET RD LOUISVILLE, KY 40272

MICHAEL E FLUSCHE 1601 SHADY BEND DR MCKINNEY, TX 75071

MICHAEL FITZPATRICK 1885 SCOTT VALLEY ROAD RENO, NV 89523 MICHAEL FONDREN 12547 HIGH MEADOW DR DALLAS, TX 75244

MICHAEL FOSS ADDRESS UNAVAIL AT TIME OF FILING

MICHAEL GARLOCH 7881 RED SKY DRIVE LANESVILLE, IN 47136

MICHAEL HASSEBROCK 960 RAMSDEN RUN ALPHARETTA, GA 30022

MICHAEL INSLER 848 OAK STREET CHATTANOOGA, TN

MICHAEL J AND NANCY L ENGLISH 871 VIA LUGANO WINTER PARK, FL 32789

MICHAEL J CADA 5246 ROCKINGHAM COURT WINDSOR, CO 80550

MICHAEL J ENRIGHT SR. TRUST 333 NW THOREAU CIR. LEE'S SUMMIT, MO 64081

MICHAEL J VALLILLO, DDS 648 OSCEOLA AVE.
WINTER PARK, FL 32789

MICHAEL J WITTMAN AND MARY JO WITT REVOCABLE TRUST 3140 E LINDY LANE OAK CREEK, WI 53154 MICHAEL JOHN AND MARY JO WITTMAN 3140 LINDY LN OAK CREEK, WI 53172

MICHAEL KORETSKY
2821 NORTH OCEAN BLVD PH5-SOUTH
FT LAUDERDALE, FL 33308

MICHAEL KUHN 2104 FM 956 SCHULENBURG, TX 78956

MICHAEL LAI 3401 RAINIER AVENUE S , SUITE B SEATTLE, WA 98144

MICHAEL M PHILLIPS 138 JACKSON DR EAST STROUDSBURG, PA 18302

MICHAEL MURRAY 508 QUEENSBURY TURN SOUTHLAKE, TX 76092

MICHAEL P CASEY 6 THE TRILLIUM PITTSBURGH, PA 15238

MICHAEL P POTOCHNIAK 3301 ALT 19 LOT 343 DUNEDIN, FL 34698

MICHAEL P ROBERTS 479 WAVERLY RD NORTH ANDOVER, MA 01845

MICHAEL RUNDLE 1427 EAST LAKE SAMMAMISH PARKWAY SAMMAMISH, WA 98075 MICHAEL SZYMBORSKI 11943 INDIAN TRAIL HALES CORNERS, WI 53130

MICHAEL UHLE 1020 S CORNELL AVE VILLA PARK, IL 60181

MICHAEL V BRADLEY 16430 N SCOTTSDALE RD STE 230 SCOTTSDALE, AZ 85254

MICHAEL W AND DEBBIE L HANNA FAMIL 8604 RIDGEWAY RAYMORE, MO 64138

MICHAEL YOUNGBERG 3923 COVENTRY LN HURON, OH 44839

MICHELE C SAUNDERS 718 KEY ROYALE DR HOLMES BEACH, FL 34217

MICHELE L GILBERT 5000 SW RIDGE MONT RD BENTONVILLE, AR 72713

MICHELLE BOUTIN 550 OKEECHOBEE BLVD APT. 1419 WEST PALM BEACH, FL 33401

MICHELLE COLL 102 CENTRAL PARK STREET BAYAMON, PR 00969

MICHELLE PULEO BOUTIN LIVING TRUST 550 OCKEECHOBEE BLVD UNIT #1419 WEST PALM BEACH, FL 33401

MICK LAW P C 816 SOUTH 169TH STREET OMAHA, NE 68118

MICKEY AND RUTH DODDS 2072 COUNTRY CLUB ESTATES SAN ANGELO, TX 76904

MICROBIAL REMEDIATION SOLUTIONS, I 16212 BOTHELL EVERETT HWY SUITE F-124 MILL CREEK, WA 98012-1602

MIGUEL A MALDONADO LOPEZ AND ROSAR URB SAN ALFANSO CALLE NARANJITO B5 CAGUAS, PR 00726

MIKA TOMINAGA 3-5-20 KAMISHOGAKUJI HIRANO-KU OSAKA, 5470006 JAPAN

MILBRANDT ARCHITECTS, INC 25 CENTRAL WAY SUITE 210 KIRKLAND, WA 98033

MILLENNIUM TRUST 2001 SPRING ROAD. SUITE 700 OAK BROOK, IL 60523

MILLER NASH LLP 111 SW 5TH AVE., SUITE 3400 PORTLAND, OR 97204

MILO`S LOCKSMITH ADDRESS UNAVAIL AT TIME OF FILING

MILTON CONSTRUCTION INC PO BOX 435 GRAHAM, WA 98338 MING LI 6-1-2301, HUACHENG XIAOQU, 16 XIZHAOSHI ST GUANGQUMEN DONGCHENG BEIJING, 100061 CHINA

MINGJUAN DONG
NO. 405 SADDLE TENG ROAD
ANSHAN, LIAONING, 1144200
CHINA

MINGLI FENG
ROOM 202, UNIT 1 BUILDING NO. 1,
LANTIAN CHENGSHI GARDEN
HANGZHOU, ZHEJIANG, 310004 CHINA

MINGYI HU
ROOM 2606, QINZHOU MANSION, NO.6,
LANE 111, QINZHOU ROAD
SHANGHAI, CHINA

MINJIA ZHANG ROOM 601, NO. 2, LANE 175 HONGSON ROAD SHANGHAI, 200000 CHINA

MINNESOTA UNEMPLOYMENT INSURANCE MINNESOTA UI FUND PO BOX 64621 SAINT PAUL, MN 55164

MINTING WU 1306, TOWER B, GALAXY YINHUGU GRDN YANAN ROAD, LONGGANG DISTRICT SHENZHEN, GUANGDONG 518000 CHINA

MINUTEMAN PRESS OF ISSAQUAH 180 NE JUNIPER ISSAQUAH, WA 98027 MINYAO ZHENG
2001 CITY ROOM, BUILDING 7TH
1299 CLOVE ROAD,, PUDONG NEW AREA
SHANGHAI, 200127 CHINA

MIRU MONTE 1914 CHAMBERLAIN DR CARROLLTON, TX 75007

MITCHELL MYERS 25 LEE ST. BROOKLINE, MA 02445

MITCHELL WILLIS 5802 CLINTON ST. ERIE, PA 16509

MITER MASTERS, INC. 4721 127TH AVE E EDGEWOOD, WA 98372

MIZUKI CORPORATION 17950 SOUTHCENTER PKWY TUKWILA, WA 98188

MK WEST 2701 13TH STREET PLACE SW PUYALLUP, WA 98373

MM FASHION RETIREMENT PLAN PO BOX 362613 SAN JUAN, PR 00936

MODERN SIDING 10121 EVERGREEN WAY SUITE 25-180 EVERETT, WA 98204

MOELLENBERNDT, INC. 105 FOSTERS TRACE SCHULENBURG, TX 78956 MOLNAR CONCRETE CONSTRUCTION, LLC 2507 123RD ST. E TACOMA, WA 98445

MONA ASHER 23511 TIARA ST. WOODLAND HILLS, CA 91367

MONEYSHOW 50 CENTRAL AVE, SUITE 980 SARASOTA, FL 34236

MONICA PEASE 1011 W STEWART STREET - 21 PUYALLUP, WA 98371

MONIQUE SULLIVAN 15516 ARTESIAN RIDGE ROAD SAN DIEGO, CA 92127

MORRIE G GOLD 1708 YARDLEY DRIVE WEST CHESTER, PA 19380

MR. 99 & ASSOCIATES, INC 15562 LAKESHORE BLVD NE LAKE FOREST PARK, WA 98155

MR. HANDYMAN OF SE BELLEVUE 13300 SE 30TH ST ,#209 BELLEVUE, WA 98005

MSB COLLECTIONS
PO BOX 16755
AUSTIN, TX 78761

MU-CHEN TZOU NO. 11, HUIMIN STREET LI ZHENG ROAD JIASHAN CTY, ZHEJIANG 314100 CHINA MUTCHNIK LIQUIDITY, LLC 7211 HERITAGE GRAND PLACE BRADENTON, FL 34212

MUTUAL OF ENUMCLAW INSURANCE CO PO BOX 34983 SEATTLE, WA 98124

MYLA LIND 2265 CHIMNEY SWIFT CIR MARIETTA, GA 30062

MY-LINH HUYNH
463 HOQUIAM PLACE NE
RENTON, WA 98059

MYRTLE J STIASZNY INTERVIVOS TRUST 10734 WALME OVERLAND PARK, KS 66211

NAI PUGET SOUND PROPERTIES 10900 NE 8TH STREET SUITE 1500 BELLEVUE, WA 98004

NANCY C MOLVIG 15 A S COMMONS LINCOLN, MA 01773

NANCY DICKEY 701 MAIN ST. HAVERHILL, MA 01830

NANCY G DAVIS PO BOX 101141 FORT WORTH, TX 76185

NANCY G DAVIS, BEN OF THE BARBARA R DEGNAN ESTATE 3120 CAMELLIA ROSE DR, #312 FORT WORTH, TX 76116 NANCY L CARLSON & DONALD C GREENOU 1725 DOGWOOD FOREST WAY LAKE MARY, FL 32746

NANCY MARTINEZ 735 WESTWOOD ABILENE, TX 79803

NANCY MEHLER 107 HUNTINGTON PLACE ORMOND BEACH, FL 32174

NAOMI RUTH STONE 1993 LIVING TRUST 1044 E SAN JACINTO WAY PALM SPRINGS, CA 92262

NASAA EFD FILING ADDRESS UNAVAIL AT TIME OF FILING

NASH & ASSOCIATES ARCHITECTS 8003 118TH AVENUE NORTHEAST KIRKLAND, WA 98033

NASON & ASSOCIATES PO BOX 7385 COVINGTON, WA 98042

NATALIE QUICK CONSULTING LLC 1620 150TH AVENUE SOUTHEAST BELLEVUE, WA 98007

NATALIE ROGER 4015 FOREST BEACH DR NW GIG HARBOR, WA 98335

NATIOANL DOOR, INC (NDI) 17625 NE 65TH STREET, SUITE 165 REDMOND, WA 98052 NATIONWIDE LIFE AND ANNUITY INS CO PO BOX 644022 CINCINNATI, OH 45264-4022

NATIONWIDE PO BOX 514540 LOS ANGELES, CA 90051

NAVIA BENEFIT SOLUTIONS PO BOX 3961 SEATTLE, WA 98124

NBI PO BOX 3067 EAU CLAIRE, WI 54702

NCP CAPITAL, LLC 847 GREENWICH DR AMBLER, PA 19002

NE IVY CONDOS, LLC 9700 SE CAPITOL HWY PORTLAND, OR 97219

NEHASRI, LTD C/O MANOJ DONTHINENI 4008 NICOLE DR RICHARDSON, TX 75082

NEIL A YOUTSLER 6310 98TH AVE NW GIG HARBOR, WA 98335

NEIL J ROSENBERG 70 COURT ST. NORTH ANDOVER, MA 01845

NEIL PERTIZ ADDRESS UNAVAIL AT TIME OF FILING NEIL WALTER CO. 1940 EAST D STREET TACOMA, WA 98421

NELSON GEOTECHNICAL ASSOC INC 17311 135TH AVE NE, STE A-500 WOODINVILLE, WA 98072

NELSON LIVING TRUST DTD 8/29/18 78815 BIRCHCREST CIRCLE LA QUINTA, CA 92253

NELSON N PECK, JR 9 ENGLISH STATION ROAD ROCHESTER, NY 14616

NEW VISION TRUST 135 BROAD STREET ASHEVILLE, NC 28801

NEW VISIONS DEVELOPMENT LLC ADDRESS UNAVAIL AT TIME OF FILING

NEWMARK COATINGS LLC PO BOX 1475 BELLEVUE, WA 98009

NEXT LEVEL 4701 SW ADMIRAL WAY #362 SEATTLE, WA 98116

NEXUS HOMES, LLC ADDRESS UNAVAIL AT TIME OF FILING

NI NI MAY 46, KANNAR RD, RIVER VIEW GARDEN SINMIN WARD, AHLONE TOWNSHIP YANGON, MYANMAR NICHOLAS A DELEO 1 YARROW HALL WEST HENRIETTA, NY 14586

NICHOLAS C ALTER 12732 STEADMAN FARMS DR FT WORTH, TX 76244

NICHOLAS FLUMARA CHARITABLE REMAIN 18 DUFF ST. WATERTOWN, MA 02472

NICHOLAS HARSHFIELD
ADDRESS UNAVAIL AT TIME OF FILING

NICKISHA HAINE ADDRESS UNAVAIL AT TIME OF FILING

NICOLE KIDD 68 BRADHURST AVE 7N NEW YORK, NY 10039

NICOLE SU 8322 NE 119TH STREET KIRKLAND, WA 98034

NICOLLE SALA URB.LAS RAMBLAS 77 VIA BARCELONA GUAYNABO, PR 00969

NOAH AMLAND 1601 SHADOW LANE IRVING, TX 75060

NOBLE RIDGE CONSTRUCTION, INC. ADDRESS UNAVAIL AT TIME OF FILING

NONE ADDRESS UNAVAIL AT TIME OF FILING NORA HANSEN 1320 N STATE PKWY #8C CHICAGO, IL 60610

NORMA AND SANTANA GALLEGO NIGOXA MIRAMAR 658 CALLE SUAU SAN JUAN, PR 00907

NORMAN COLE 450 BENNS HILL RD BANGOR, PA 18013

NORMAN TOWLE 10191 QUAIL COVEY RD BOYNTON BEACH, FL 33436

NORTH BY BNORTHWEST REALTY 118 130TH AVENUE NORTHEAST BELLEVUE, WA 98005

NORTH CAPITAL INVESTMENT TECHNOLOG 623 E FORT UNION BLVD, SUITE 101 MIDVALE, UT 84047

NORTH CAPITAL PRIVATE SECURITIES C 623 E FORT UNION BLVD MIDVALE, UT 84047

NORTH PACIFIC DOOR CORPORATION 20021 85TH AVE S KENT, WA 98031

NORTH WEST HANDLING SYSTEMS, INC. 18008 NE AIRPORT PORTLAND, OR 97230

NORTHBOUND 815 WESTERN AVENUE, SUITE 410 SEATTLE, WA 98104 NORTHLAKE CAPITAL & DEVELOPMENT LL ADDRESS UNAVAIL AT TIME OF FILING

NORTHSHORE UTILITY DISTRICT PO BOX 82489 KENMORE, WA 98028

NORTHWEST BANK - OREGON ADDRESS UNAVAIL AT TIME OF FILING

NORTHWEST CAPITAL
ADDRESS UNAVAIL AT TIME OF FILING

NORTHWEST ELECTRIC & SERVICE, INC. ADDRESS UNAVAIL AT TIME OF FILING

NORTHWEST MULTIPLE LISTING SERVICE PO BOX 34341 SEATTLE, WA 98124

NORTHWEST TERRACE LLC
ADDRESS UNAVAIL AT TIME OF FILING

NORVELL R MOSS 4812 PRESTWICK DR COLLEYVILLE, TX 76034

NOTHING BUNDT CAKES 755 NW GILMAN BLVD ISSAQUAH, WA 98027

NOVASTAR DEVELOPMENT, INC. 18215 72ND AVENUE SOUTH KENT, WA 98032

NOW BE LIGHT TRUST 25034 N ROPING RD SCOTTSDALE, AZ 85255

NURI SELLES AND RAFAEL ECHEVERRIA 106 SUR MUNOZ RIVERA CUIDAD JARDIN SAN LORENZO, PR 00754

NUVIEW IRA 280 S RONALD REAGAN BLVD SUITE 200 LONGWOOD, FL 32750

NW NATURAL
PAYMENT PROCESSING
PO BOX 3288
PORTLAND, OR 97208-9825

NWG COMPASS 5000 30TH AVE NE SUITE 102 SEATTLE, WA 98105

O MARK GJOVLK TTEE OF THE OLAF E GJOVLK TRUST 17 SAN MATEO WAY NEWPORT BEACH, CA 92625

O'CONNOR CONSULTING GROUP 500 UNION STREET, SUITE 650 SEATTLE, WA 98101

OAK HILLS CONSTRUCTION 7802 PACIFIC HWY E MILTON, WA 98354

OAKBROOK 4TH ADDITION HOA, INC. 1201 PACIFIC AVE, #2100 TACOMA, WA 98402

OCEANAIRE, LLC PO BOX 3907 BELLEVUE, WA 98009 OLD REPUBLIC TITLE CO 1111 3RD AVE #820 SEATTLE, WA 98101

OLD REPUBLIC TITLE COMPANY OF OREG 1 SW COLUMBIA ST., SUITE 750 PORTLAND, OR 97204

OLD REPUBLIC TITLE, LTD. 1111 3RD AVE #820 SEATTLE, WA 98101

OLIVIA STEVENSON ADDRESS UNAVAIL AT TIME OF FILING

OLSON ENGINEERING INC 222 E EVERGREEN BLVD VANCOUVER, WA 98660

OLYMPIC CASCADE DRIVE INS LLC 120 W DAYTON STREET SUITE D5 EDMONDS, WA 98020

OLYMPIC TRANSMISSIONS ADDRESS UNAVAIL AT TIME OF FILING

ONPAY, INC.
PROMENADE II
1230 PEACHTREE STREET NW #1250
ATLANTA, GA 30309

ONYXX INVESTMENT GROUP, INC. ADDRESS UNAVAIL AT TIME OF FILING

OPAL FINANCIAL GROUP INC 132 WEST 36TH ST, SUITE 510 NEW YORK, NY 10018 OPM ENTERPRISES LLC
ADDRESS UNAVAIL AT TIME OF FILING

OPUS BANK ADDRESS UNAVAIL AT TIME OF FILING

ORION COMMERCIAL PARTNERS 1218 3RD AVE SEATTLE, WA 98101

OSBORN CONSULTING INC 1800 112TH AVE NE, SUITE 220-E BELLEVUE, WA 98004

OSCAR HERNANDEZ LOPEZ RETIREMENT P 189 DORADO BEACH EAST DORADO, PR 00646

OTOVIC FAMILY REVOCABLE TRUST OF 2 2 PERIMETER PARK SOUTH SUITE 100W BIRMINGHAM, AL 35243

OWL CREEK LLC 676 N MICHIGAN AVE STE 3860 CHICAGO, IL 60611

PABLO DEL VALLE AND MARIA MARTINEZ PO BOX 2319 TOA BAJA, PR 00951-2319

PABLO DEL VALLE PO BOX 2319 TOA BAJA, PR 00951-2319

PACIFIC CREST BANK
ADDRESS UNAVAIL AT TIME OF FILING

PACIFIC ENGINEERING TECHNOLOGIES 2150 NORTH 107TH STREET SUITE 320 SEATTLE, WA 98133

PACIFIC LANDSCAPE MANAGEMENT, INC. 7345 164TH AVE NE STE 145-319 REDMOND, WA 98052

PACIFIC NORTHWEST TITTLE OF KITSAP 2021 MYHRE ROAD SUITE 300 SILLVERDALE, WA 98383

PACIFIC OFFICE AUTOMATION 14747 NW GREENBRIER PKWY BEAVERTON, OR 97006

PACIFIC PINE LLC 260, 1603 CAPITOL AVE SUITE 413 A CHEYENNE, WY 82001

PACTERRA, LLC 29620 SE 82ND ST ISSAQUAH,, WA 98027

PADMA J THAKRAR 496 WILLIAMSBURGH RD GLEN ELLYN, IL 60137

PALETTE PROPERTY MANAGEMENT, LLC 8201 164TH AVE NE, STE 200 REDMOND, WA 98052

PAMELA A PELTON 25 WOODLAWN DRIVE NORTHFIELD, NH 03276

PAMELA B ADELMAN DECLARATION OF TR 25 E SUPERIOR #4002 CHICAGO, IL 60611

PAMELA BRESNAHAN 8759 CUYAMACA ST. CORONA, CA 92883

PAMELA J FERGUSON 2513 S FLAGLER AVE. FLAGLER BEACH, FL 32136

PAMELA M NEVILLE REVOCABLE TRUST D 16 SHIP ST.
JAMESTOWN, RI 02835

PAMELA WOODHURST 1925 E GRAND CANYON DR CHANDLER, AZ 85249

PAMELA ZAPFFE 6720 KENWOOD DALLAS, TX 75214

PANGEO, INC. 3213 EASTLAKE AVE E # B SEATTLE, WA 98102

PARAGON REAL ESTATE ADVISORS INC. 600 UNIVERSITY ST SEATTLE, WA 98101

PARIS REVOCABLE TRUST DATE MAY 13, 103 RUSSELL DR HIGHLAND VILLAGE, TX 75077

PARITER SECURITIES ROAD #2, #243 CAPARRA GUAYNABO, PR 00966

PARKER ECO PEST CONTROL 1906 HOYT AVE EVERETT, WA 98201 PARKER MCNULTY
ADDRESS UNAVAIL AT TIME OF FILING

PARKER SMITH & FEEK, INC 2233 112TH AVENUE NORTHEAST BELLEVUE, WA 98004

PARKVIEW FINANCIAL, LLC 11601 WILSHIRE BLVD, SUITE 2100 LOS ANGELES, CA 90025

PARLEY ACKER
2528 RUSSWOOD DR
FLOWER MOUND, TX 75028

PARR LUMBER COMPANY 5630 N W CENTURY BLVD HILLSBORO, OR 97124

PATANO STUDIO ARCHITECTURE, LLC 603 STEWART STREET, SUITE 500 SEATTLE, WA 98101

PATRICIA A WHITAKER 2931 LAKE PINELOCH BLVD ORLANDO, FL 32806

PATRICIA JANCAUSKAS 6806 AZALE LN DALLAS, TX 75230

PATRICIA L PAULS
925 APACHE MOUNTAIN LANE
GEORGETOWN, TX 78633

PATRICIA M MENENDEZ 3321 SW KESSLER DRIVE, APT. 7306 LEE'S SUMMIT, MO 64081 PATRICIA MALONE COX 800 ELK HOLLOW CT CROWLEY, TX 76036

PATRICIA MINCE 225 BAY CIR. COPPELL, TX 75019

PATRICIA MURRAY REARDON REVOCABLE 1706 BROKEN ARROW DR PRESCOTT, AZ 86303

PATRICIA O'BRIEN TAYLOR REVOCABLE 20550 ROSEWOOD MANOR SQUARE ASHBURN, VA 20147

PATRICK J MOSSEY 519 W SUPERIOR ST. OTTAWA, IL 61350

PATRICK OBEID 1401 ART DILLY DRIVE, UNIT 331 AUSTIN, TX 78702

PATRICK PAYNE 201 CORALBERY ROAD LOUISIVILLE, KY 40207

PATRICK SHEEHAN
11 BEDFORD CT
LINCOLNSHIRE, IL 60069

PATRICK THOMAS FILES JR 2818 E 2ND ST VANCOUVER, WA 98661

PAUL & REGINA GURTLER 27559 LOFALL CT NW POULSBO, WA 98370

PAUL AND JUDITH V HAMBELTON 14619 S EDGERTON RD GARDNER, KS 66030

PAUL C PFLUEGER 1323 WINDWALKER PRESCOTT, AZ 86305

PAUL D STONE PO BOX 2365 RANCHO MIRAGE, CA 92270

PAUL E AND CHILLYS E CASE 10256 FOREST HILL DR GLADE SPRING, VA 24340

PAUL E AND PHYLLIS B RUDOLPH 609 SEA ISLAND WAY NORTH MYRTLE BEACH, SC 29582

PAUL G AND DOREN M MIELE 26 STEVENS RD HUDSON, MA 01749

PAUL G MIELE 26 STEVENS RD HUDSON, MA 01749

PAUL J WONG 20161 CROMWELL WAY PORTER RANCH, CA 91326

PAUL M AND JANICE C FRANK 4 S LAKESIDE AVE BRADFORD, MA 01835

PAUL M AND MAUREEN F MCNEIL 50 PROUTY LN WORCESTER, MA 01602

PAUL M MCNEIL 50 PROUTY LN WORCESTER, MA 01602

PAUL MOUNTAIN 2503 N MILLER RD SCOTTSDALE, AZ 85257

PAUL STEPHANCHICK 4808 SOUTHWEST GULL POINT DRIVE LEE'S SUMMIT, MO 64082

PAUL T WEISS REVOCABLE TRUST DTD M 4318 WEST PINE BLVD ST. LOUIS, MO 63108

PAUL WEISS
4318 WEST PINE BLVD
ST. LOUIS, MO 63108

PAUL ZERR 1241 E SPUR AVE. GILBERT, AZ 85296

PAULA J FULLER DECLARATION OF TRUS 5317 N 46TH ST. PHEONIX, AZ 85018

PAYCHEX, INC. 20829 72ND AVENUE SOUTH SUITE 400 KENT, WA 98032

PAYNEWEST INSURANCE INC 2925 PALMER STREET, SUITE B PO BOX 4386 MISSOULA, MT 59806

PAYSCALE INC 75 REMITTANCE DR DEPT. 1343 CHICAGO, IL 60675 PBRELF I, LLC 1420 5TH AVE, SUITE 2000 SEATTLE, WA 98101

PCNW LOAN SERVICING, LLC 8227 44TH AVE W, SUITE K MUKILTEO, WA 98275

PENG LYU AND LI TAN 1124 E LAKE SAMMAMISH PKWY NE SAMMAMISH, WA 98074

PENSCO TRUST COMPANY PO BOX 981012 BOSTON, MA 02298

PERKINS COIE LLP ATTN: CLIENT ACCOUNTING 1201 THIRD AVENUE, 49TH FLOOR SEATTLE, WA 98101

PERMIT CONSULTANTS, LLC PO BOX 1482 SUMNER, WA 98390

PERSHING LLC FBO ANGELA JANE AREND ACCOUNT #054894
ONE PERSHING PLAZA
JERSEY CITY, NJ 07399

PERSHING, LLC ONE PERSHING PLAZA JERSEY CITY, NJ 07399

PETER ARREOLA 12162 FREMONT STREET YUCAIPA, CA 92399

PETER ROPPO ADDRESS UNAVAIL AT TIME OF FILING PETER SANTOS 3953 E EXPEDITION WAY PHEONIX, AZ 85050

PETER SHIMKUS 8 LYNBROOK RD SOUTHBOROUGH, MA 01772

PETER W MCKINNEY TRUST U/A AUGUST 1242 N LAKE SHORE DR CHICAGO, IL 60610

PETERSON RUSSELL KELLY PLLC 10900 NE 4TH STREET, SUITE 1850 BELLEVUE, WA 98004

PETERSON SULLIVAN LLP 601 UNION ST SUITE 2300 SEATTLE, WA 98101-2322

PGH EXCAVATING, INC PO BOX 1151 ENUMCLAW, WA 98022

PHILADELPHIA INSURANCE COMPANIES PO BOX 70251 PHILADELPHIA, PA 19176

PHILIP ADAIR GILBERT 801 E VALLEY DR BRISTOL, VA 24201

PHILIPPUS AND CELESTE VAN STADEN 222 NORTH PARK AVENUE WINTER PARK, FL 32789

PHILLIP SEHNERT
4629 WINDMILL LN
FLOWER MOUND, TX 75028

PIERCE COUNTY AUDITORS OFFICE 930 TACOMA AVENUE S TACOMA, WA 98402

PIERCE COUNTY TREASURY
ADDRESS UNAVAIL AT TIME OF FILING

PINFANG YU #1303, NO.3 ALLEY 1013 SHUIDIAN RD HONGKOU DISTRICT, NANCUN, PANYU SHANGHAI, CHINA

PING HUANG ROOM 202, NO. 48, LINFEN GARDEN LINFEN ROAD SHANGHAI, JING`AN D 200435 CHINA

PING ZHANG RM 252 UNIT 2, NO. 67 EAST ORCHARD TONGZHOU DISTRICT BEIJING, 101116 CHINA

PIONEER PLUMBING & HEATING LLC 2400 NORTHWEST 80TH STREET, 3286 SEATTLE, WA 98117

PIPER BAGLEY
ADDRESS UNAVAIL AT TIME OF FILING

PK ENTERPRISES 23035 SE 263RD STREET MAPLE VALLEY, WA 98038

PLAID INC.
PLAID INC.
DEPT CH 10801
PALATINE, IL 60055-0801

PLANB CONSULTANCY 696 MCVEY AVE. SUITE 202 LAKE OSWEGO, OR 97034 PLAZA PROFIT SHARING PLAN 1121 PARROTTS COVE RD GREENSBORO, GA 30642

POTTERY BARN
ADDRESS UNAVAIL AT TIME OF FILING
LYNNWOOD, WA

POWELL PAVERS LLC 1402 LAKE TAPPS DRIVE SOUTH EAST AUBURN, WA 98092

PQT CONSTRUCTION PO BOX 1601 WOODINVILLE, WA 98072

PRECISION REPAIR COMPANY 2102 24TH STREET S E PUYALLUP,, WA 98372

PREFERRED ENGINEERING LLC 11627 SOUTHEAST 58TH STREET BELLEVUE, WA 98006

PRE-METCO 3420 C ST NE #401 AUBURN, WA 98002

PRICE BUSTERS PLUMBING 16309 INGLEWOOD RD NE KENMORE, WA 98028

PRICEWATERHOUSECOOPERS LLP PO BOX 514038 LOS ANGELES, CA 90051

PRISCILLA WILLIS 4822 104TH ST. LUBBOCK, TX 79424

PRIVATE CAPITAL NORTHWEST 8227 44TH AVE. W , SUITE K MUKILTEO, WA 98275

PRIVATE WEALTH MANAGEMENT SOLUTION 11232 NE 15TH STREET, SUITE 100 BELLEVUE, WA 98004

PRO VISION COMPANIES LLC PO BOX 869 SUMMER, WA 98390

PRO VISION WINDOW AND DOOR LLC 402 VALLEY AVE NW BLDG A, #108 PUYALLUP, WA 98371

PRO-DUCT HEATING & AIR INC 24710 FISK ROAD EAST ORTING, WA 98360

PROVIDENT ELECTRIC, INC. PO BOX 7087 COVINGTON, WA 98042

PROVIDENT TRUST GROUP
PO BOX 847470
LOS ANGELES, CA 90084-7470

PROVISION WINDOW AND DOOR PO BOX 869 SUMNER, WA 98390

PROVOKE SOLUTIONS INC 2010 156TH AVENUE NORTHEAST #301 BELLEVUE, WA 98007

PUBLIC STORAGE, INC. 701 WESTERN AVE GLENDALE, CA 91201-2349 PUGET SOUND ENERGY ATTN: LUKE GIUSTRA 6905 SOUTH 228TH ST KENT, WA 98032

PUGET SOUND INVESTORS, INC.
ADDRESS UNAVAIL AT TIME OF FILING

PYATT/BROADMARK 1420 5TH AVE, SUITE 2000 SEATTLE, WA 98101

QIANXI FAN
ROOM 302, NO.342, LAODONG XI ROAD
TIANXIN DISTRICT
CHANGSHA, HUNAN, 410007 CHINA

QIAO JIANG ROOM 1506, NO.11, LONG ZHOU YI DU TIANNING DISTRICT CHANGZHOU, JIANGSU, CHINA

QING WU RM 3-1601 TAOJINSHAN GARDEN LUOHU DISTRICT SHENZHEN, GUANGDONG 518019 CHINA

QINGXIAO JIANG #1201, UNIT 2 BLD #8, ZHIJING YUAN XIXI CHENG YUAN, XIHU DISTRICT HANGZHOU, ZHEJIANG, 310000 CHINA

QIONG HUANG 14843 SOUTHEAST 65TH STREET BELLEVUE, WA 98006

QIONG ZHOU
ROOM 1103, BUILDING 5, PHASE II,
YINGLUN MINGYUAN, SHAHE WEST ROAD,
NANSHAN D GUANDONG 511464 CHINA

QUADRANT HOMES, INC. 15900 SE EASTGATE WAY, STE 300 BELLEVUE, WA 98008

QUALITY CUSTOM EXTERIORS, LLC 3115 81ST AVE CT NW GIG HARBOR, WA 98335

QUALITY MIGRANT CONSULTING CO., LI ROOM 2201, LIFE INS BLD NO. 1001, FUZHONG 1ST ROAD SHENZEN, FUTIAN DIST 518000 CHINA

QUANTUM RESIDENTIAL INC 601 E 16TH ST VANCOUVER, WA 98663

R B WILLIAM COMPANY, INC. 1676 N CALIFORNIA BLVD SUITE 620 WALNUT CREEK, CA 94596

R D COMPUTER SOLUTIONS 8029 162ND STREET CT E PUYALLUP, WA 98375-8502

R EDWARD AND GINGER ANN COOLEY 5501 JOBETH DR NEW PORT RICHY, FL 34652

R GREG GENTILE 4025 TIMBER LANE ORLANDO, FL 32804

R LANCE WALKER, SR. 817 GOLFVIEW TERRACE WINTER PARK, FL 32789

R N C LATH & PLASTER 47902 288TH AVE SE ENUMCLAW, WA 98022

RADESKY FAMILY TRUST 4960 ROCKFORD DR SAN DIEGO, CA 92115

RADLEY D PEARSALL PREMARITAL TRUST 332 S BERKSHIRE DRIVE LAKE FOREST, IL 60045

RADLEY D PEARSALL 332 S BERKSHIRE DRIVE LAKE FOREST, IL 60045

RADOSLAV RAYCHEV 530 S HEWITT STREET, APT 333 LOS ANGELES, CA 90013

RAE JEAN WILSON REVOCABLE LIVING T 1302 CASA MARINA LANE NW ALEXANDRIA, MN 56308

RAFAEL E ROJO PO BOX 20868 SAN JUAN, PR 00928

RAFAEL URREA O (HAPPYHANDYMAN) 3836 RENTON AVE S SEATTLE, WA 98108

RAIDA RABAH
5 SOUTH FOREST HILLS RD
DOWNINGTON, PA 19335

RAJASHREE AND SATYA SHAW 19402 JACOBS RIVER RUN LUTZ, FL 33559

RAJUL R SHAH 4923 QUILL CT PALM HARBOR, FL 34685 RALPH A PINCUS REVOCABLE FAMILY TR 321 COUNCIL ROCK RD ROCHESTER, NY 14610

RALPH BENDER 2651 ULTRA VISTA BLVD MAITLAND, FL 32751

RALPH DIBARI 327 GOOSECREEK WINTER SPRINGS, FL 32708

RALPH J DI BARI IRREVOCABLE TRUST 327 GOOSECREEK WINTER SPRINGS, FL 32708

RALPH R HENRY 25410 SE 247TH PL. RAVENSDALE, WA 98051

RALPH TASH TRUST DTD 5/28/71 9 PARKWAY NORTH, SUITE 300 DEERFIELD, IL 60015

RAMON ERINNA 583 N BROADWAY HAVERHILL, MA 01832

RAMON J ABARCA PO BOX 13928 SAN JUAN, PR 00908

RAMONA HEFTY 24002 GOLDENEYE DR LAGUND NIQUEL, CA 92677

RANCE AND KAYE G BORDERICK AS JOINT TENANTS WITH RGHT OF SURV 37407 N COUNTRY ROAD 44A EUSTIS, FL 32736 RANCHO MIRAGE FLORIST 2923, 70053 CA-111 RANCHO MIRAGE, CA 92270

RANDAL AND DEBORA SNOW 6132 WALNUT DRIVE FT WORTH, TX 76114

RANDALL D EINHORN TRUST DTD 9/6/02 5815 LARAMIE WAY SAN DIEGO, CA 92120

RANDALL J FOSS ADDRESS UNAVAIL AT TIME OF FILING

RANDY CHAMBERS 2250 HWY 163 COLORADO CITY, TX 79512

RANDY WOODRUFF 5335 SOUTH ISLAND DRIVE EAST BONNEY LAKE, WA 98391

RAUL RAMIREZ 300 AVE LA SIERRA BOX 112 SAN JUAN, PR 00926

RAY EDWARD HINES 1373 E PRESCOTT PL. CHANDLER, AZ 85249

RAY SCHY TRUST U/A DTD 3/14/1991 1031 INDIAN ROAD GLENVIEW, IL 60025

RAZAULLAH KHWAJA AND PAMELA SCOTT 311 MARLBORO RD KENNETT SQUARE, PA 19348 RB CONSTRUCTION CORPORATION PO BOX 366029 SAN JUAN, PR 00936

RB CONSTRUCTION GROUP PO BOX 366029 SAN JUAN, PR 00936

RBC CAPITAL MARKETS 60 SOUTH 6TH STREET MINNEAPOLIS, MN 55402

RBL REALTY AND CONSULTING, INC. 243 ROAD 2 GUAYNABO, PR 00966

RE/MAX METRO REALTY, INC. 2312 EASTLAKE AVE E SEATTLE, WA 98102

REAL ASSETS PROPERTY SERVICES INC. 270 S HANFORD ST. SUITE 205 SEATTLE, WA 98134

REAL ESTATE INVESTMENT SERVICES
ADDRESS UNAVAIL AT TIME OF FILING

REAL PROPERTY MANAGEMENT
ADDRESS UNAVAIL AT TIME OF FILING

REBECCA JEAN DAVIS 7236 BAY HILL DR FRISCO, TX 75034

REBECCA RIVA 4563 TIGUA ISLAND CT WINTER PARK, FL 32792 RED GROUP, LLC 2022 NW LARKSPUR STREET CAMAS, WA 98607

RED QUOTE COBRA TRUST ADDRESS UNAVAIL AT TIME OF FILING

RED ROBIN GOURMET BURGERS, INC. 3921 FACTORIA SQUARE MALL SE BELLEVUE, WA 98006

REDMOND FUNDING GROUP
22500 NE MARKETPLACE DR - #206C
REDMOND, WA 98053

REDTAIL, LLC PO BOX 2394 SNOHOMISH, WA 98291

REGINALD MORRIS 1703 W 153RD ST. GARDENA, CA 90247

REGINALD ROORDA 19240 INGLESIDE COURT LAKEVILLE, MN 55044

REGISTERED AGENT SOLUTIONS, INC. 1701 DIRECTORS BLVD, SUITE 300 AUSTIN, TX 78744

REICH FAMILY TRUST 1 OXFORD COURT RANCHO MIRAGE, CA 92270

REID JOHNSON 10836 34TH AVE. SW SEATTLE, WA 98146 REINALDO SEGUROLA PEREZ RETIREMENT URB MONTE ALVERINA VIA, PONTICO #4 GUAYNABO, PR 00969

RELIANCE STANDARD LIFE INSURANCE C ADDRESS UNAVAIL AT TIME OF FILING

RESTORX OF WASHINGTON 1307 WEST VALLEY HWY N SUITE 107 AUBURN, WA 98001

REVEL STRATEGIES, LLC 4681 NORTHWEST 173RD PLACE BEAVERTON, OR 97006

REVERIE AT SILVER CREEK
ADDRESS UNAVAIL AT TIME OF FILING

REVIVED STAGING LLC
ADDRESS UNAVAIL AT TIME OF FILING

REVOCABLE TRUST AGREEMENT FBO TIFF DTD 12/12/11 277 ROYAL POINCIANA WAY MB 173 PALM BEACH, FL 33480

REVOCABLE TRUST OF WILLIAM D MACAL DTD. 4/15/10 535 GRADYVILLE RD , V200 NEWTOWN SQUARE, PA 19073

REX C TANNER
ADDRESS UNAVAIL AT TIME OF FILING

REX EXECUTIVE LEADERSHIP, LLC 2201 LONG PRAIRIE ROAD SUITE 107-843 FLOWER MOUND, TX 75022

REYNOLDS & KLINE APPRAISAL, INC. 13401 NE BEL ROAD #B9 BELLEVUE, WA 98005

RHODA ABZUG 20928 SABER JET PLACE ASHBURN, VA 20147

RICARDO CHIPI PO BOX 193497 SAN JUAN, PR 00919

RICARDO MEXICAN RESTAURANT 4065 FACTORIA BLVD SE BELLEVUE, WA 98006

RICH JACKSON ADDRESS UNAVAIL AT TIME OF FILING

RICHARD A BARNES 27719 KINGS KEW ROAD BONITA SPRINGS, FL 34134

RICHARD A FENTERS, DMD 2555 SOUTH ATLANTIC AVENUE APT. 1905 DAYTONA BEACH SHORES, FL 32118

RICHARD A WERNER 630 25TH ST. TELL CITY, IN 47586

RICHARD AND CHERYL SHADICK JTWROS 3007 KERNS CT OREFIELD, PA 18069

RICHARD AND DONNA STEVENS, TRUST D 6 FIVE OAKS LANE VALLEY COTTAGE, NY 10989 RICHARD AND LOUISE ANSLOW LIVING T WOLFPAW LANE
PINE, AZ 85544

RICHARD ANSLOW LIVING TRUST ADDRESS UNAVAIL AT TIME OF FILING

RICHARD CHRYSLER AND VICTORIA CHRY 555 WEST GATEWAY COURT MERRITT ISLAND, FL 32952

RICHARD E PORTORS 51 FERNWOOD AVE BRADFORD, MA 01835

RICHARD E WINTERMANTEL REVOCABLE T DTD 11/20/98 6166 N SCOTTSDALE RD , UNIT A1008 PARADISE VALLEY, AZ 85253

RICHARD FOSTER THOMAS 9800 E LOFTY POINT RD SCOTTSDALE, AZ 85262

RICHARD J HENRY 17 MANU TRAIL ANDOVER, NJ 07821

RICHARD L FLECK 405 PLEASANT VIEW DR HUNTINGBURG, IN 47542

RICHARD L WILKERSON & ASSOCIATES, 6712 GLEN ECHO LANE SW LAKEWOOD, WA 98499

RICHARD LUCAS 950 BAY ROAD WEBSTER, NY 14580 RICHARD N AND DENISE A HORNE-KAPLA 2067 PADRE ISLAND DR PUNTA GORDA, FL 33950

RICHARD N KAPLAN 2067 PADRE ISLAND DR PUNTA GORDA, FL 33950

RICHARD P GRAFF
22 HANCOCK STREET, APT# 304
PORTLAND, ME 04101

RICHARD PITMAN 810 SE PINE ST CEDAREDGE, CO 81413

RICHARD R ROTHE 12610 SORRENTO WAY UNIT 103 BRADENTON, FL 34211

RICHARD SULLIVAN 9127 MALLARD ROAD BLAINE, WA 98230

RICHARD TETTAMANT 1008 HIDDEN OAKS CT COLLEYVILLE, TX 76034

RICHARD WIGAND 377 ST. CHARLES ST JASPER, IN 47546

RICHLAND ACQUISITION
ADDRESS UNAVAIL AT TIME OF FILING

RICKIE WAYNE TAYLOR PO BOX 310 PERRIN, TX 76486 RICTER ENTERPRISES INC 13129 N ECHO LAKE RD SNOHOMISH, WA 98296

RITA F TANNER 213 FIRESIDE DR BRADENBURG, KY 40108

RITA KANNEL 248 MONTEREY WAY ROAL PALM BEACH, FL 33411

RITA MILLWEE 3828 SHENANDOAH DALLAS, TX 75205

RIVERBEND LENDING
ADDRESS UNAVAIL AT TIME OF FILING

RLI INSURANCE COMPANY PO BOX 3967 PEORIA, IL 61612-3967

ROBBINS FAMILY REVOCABLE LIVING TR 4020 CARL THOMAS DR SCOTTSBURG, IN 47170

ROBERT A AND RUTH ANN MORGENROTH 105 LEGENDS CT EAST STROUDSBURG, PA 18302

ROBERT A KAPUSCINSKI 21 SQUIRRELS HEATH RD FAIRPORT, NY 14450

ROBERT A MORGENROTH 5604 52ND AVE W BRADENTON, FL 34210

ROBERT AND CHRISTINA CAPETZ REVOCABLE FAMILY TRUST DTD 4/5/07 40775 SMOKETREE LANE RANCHO MIRAGE, CA 92270

ROBERT AND JULIE CADENHEAD 220 CONVENTION DR, APT 4128 FAIRVIEW, TX 75069

ROBERT AUSTIN
5959 FM 698
NACOGDOCHES, TX 75964

ROBERT C AND JENNIFER J DAVIS 1583 GLENELLEN WAY BRENTWOOD, TN 37027

ROBERT C AND VICKI A JOHNSON 3036 CAVE HOLLOW WAY BOUNTIFUL, UT 84010

ROBERT C JOHNSON 3036 CAVE HOLLOW WAY BOUNTIFUL, UT 84010

ROBERT C SHINN 877 ISLAND AVE, UNIT 301 SAN DIEGO, CA 92101

ROBERT D FINFROCK 2001 TRUST UAD 4 4040 TIMBER LN ORLANDO, FL 32804

ROBERT E MECCA 379 SCHOOL ST. BOYLSTON, MA 01505

ROBERT E STUTZ 451 YORKTOWNE LN LAKE FOREST, IL 60045 ROBERT F BURNETT 510 GOODRIDGE LN CASSELBERRY, FL 32730

ROBERT G BERRYMAN 4512 N AGNES AVE KANSAS CITY, MO 64117

ROBERT HARDY
4200 196TH STREET SW, SUITE 201
LYNNWOOD, WA 98036

ROBERT HUNTER
214 ADDISON WAY
TITUSVILLE, FL 32780

ROBERT J AND CHARLENE R FLECK 4246 S 50 E HUNTINGBURG, IN 47542

ROBERT J OUELLETTE 157 TOWN CENTER BLVD #3412 CLERMONT, FL 34714

ROBERT JAMES DUMAIS 21403 GRANITE SPRING SAN ANTONIO, TX 78258

ROBERT KELLER 10204 W 125TH TERR OVERLAND PARK, KS 66213

ROBERT KNELL 401 TRAIL RIDGE ROAD WIMBERLY, TX 78676

ROBERT L AND BARBARA D MCCRAY 2233 MORRISON AVE. KINGSPORT, TN 37660

ROBERT L OTOVIC JR 5 LONGVIEW DRIVE#402 ATKINSON, NH 03811

ROBERT LARA 2513 BEDFORD MIDLAND, TX 79701

ROBERT LAWRENCE 15 YATES AVE. OSSINING, NY 10562

ROBERT MOLONEY AND GRETA MOLONEY 3140 19TH AVE FAIRBANK, AK 99709

ROBERT N SMITH 20220 BOCA WEST DR APT. 501 BOCA RATON, FL 33434

ROBERT PATTON
3 NEW STREET
MENDHAM, NJ 07945

ROBERT R HARVEY 230 KINCHLOE MILL RD JONESBOROUGH, TN 37659

ROBERT SCHECHTER REVOCABLE TRUST D 6738 E MORNING VISTA LN SCOTTSDALE, AZ 85266

ROBERT SZYMBORSKI 1755 N MEADE STREET CHICAGO, IL 60639

ROBERT W ALFINI 419 E ORCHARD ST. ARLINGTON HEIGHTS, IL 60005 ROBERT W SCHLUNDT 190 BROOKLINE ST. NEWTON, MA 02459

ROBERT WORTHINGTON HUGHES 304 SOUTH JONES BLVD SUITE 2384 LAS VEGAS, NV 89107

ROBERTO ALFONSO CASALS RETIREMENT 29 CALLE WASHINGTON, STE 209-A SAN JUAN, PR 00907

ROBERTO ALFONSO CASALS 29 CALLE WASHINGTON, STE 209-A SAN JUAN, PR 00907

ROBERTO BERRÍOS CASTRODAD URB FERNANDEZ CALLE FRANCISCO CRUZ NO. 24 CIDRA, PR 00739

ROBIN EARLES
420 LOGAN CIR.
BLUFF CITY, TN 37618

ROBIN YOUNGBLOOD 6108 88TH PL. LUBBOCK, TX 79424

ROBYN ABZUG 1612 CAMDEN AVENUE UNIT 105 LOS ANGELES, CA 90025

ROCKWOOD REALTY ADVISORS
ADDRESS UNAVAIL AT TIME OF FILING

RODGER ERICKSON AND LORENE GONIA 77441 SIOUX DRIVE INDIAN WELLS, CA 92210

RODGER SPROUSE 110 ARAPAHO TRAIL GREENWOOD, MO 64034

ROGAN HOMES, LLC 1402 LAKE TAPPS PKWY SE STE F104, #339 AUBURN, WA 98092

ROGER AND SHARON MICHAEL 4404 EQUESTRIAN WAY FLOWER MOUND, TX 75028

ROGER CONRAD 1211 A SIGLER ST. NASHVILLE, TN 37203

ROGER MUELLER 14020 N 82ND ST. SCOTTSDALE, AZ 85260

ROGER RICHMOND 1324 TWISTING WIND DR HASLET, TX 76052

ROLAND BROWN 1010 SHEPARKON DR MIDLOTHIAN, TX 76065

ROMAN SCHWARTZ 104 SHORE DRIVE NASHUA, NH 03062

ROMANO PROPERTIES, LLC 4660 NE 77TH AVE SUITE 200 VANCOUVER, WA

ROMSPEN US MORTGAGE LP 300-162 CUMBERLAND STREET TORONTO, ON M5R 3N5

RONALD AND LEANDRA BYRD 865 IRONWOOD DR FARWELL, TX 79325

RONALD ANDERSON 2294 NOVA WAY CORONA, CA 92883

RONALD CROSS 3205 STEAMERS CT GRANBURY, TX 76049

RONALD D BYRD 865 IRONWOOD DR PO BOX 156 FARWELL, TX 79325

RONALD DOMZALSKI 49 PERRIN AVE. SHAVERTOWN, PA 18708

RONALD R KOCH 8300 E MCDOWELL RD APT# 2036 SCOTTSDALE, AZ 85257

RONNIE BERRY AND TANYA O`COYNE FAM 8265 E COUNTY DR EL CAJON, CA 92020

ROOF TRUSS SUPPLY, INC. PO BOX 532 WOODINVILLE, WA 98072

ROOT OF DESIGN LLC 2020 MALTBY RD SUITE 7, PMB 370 BOTHELL, WA 98021

ROSALEE FLECK 405 PLEASANT VIEW DR HUNTINGBURG, IN 47542 ROSE ANN GIANNELLI 3594 DRAGON PL. THE VILLAGES, FL 32163

ROSE DERBOGOSIAN REVOCABLE TRUST O 325 CONCORD ST. HAVERHILL, MA 01830

ROSE M EGIDI TRUST DTD 1/28/16 2057 VALOR CT GLINVIEW, IL 60026

ROSE M OLSZEWSKI 64 UNIVERSITY ROAD, APT 3 BROOKLINE, MA 02445

ROSINI FAMILY TRUST 5113 MARBLE FALLS LN PLANO, TX 75093

ROTE CORPORATION
CAMINO ALEJANDRINO #4
VILLA CLEMENTINA
GUAYNABO, PR 00969

ROY W PARKER REV TRUST UAD 3-22-20 641 COLUMBIA DR WINTER PARK, FL 32789

ROYAL CABINETS, INC. 10324 CANYON RD E #101, 1013 PUYALLUP, WA 98373

RTS 7217 45TH ST. CT E SUITE 107 FIFE, WA 98424

RUBY 62 HOLDINGS LLC
ADDRESS UNAVAIL AT TIME OF FILING

RUEL HARDER
ADDRESS UNAVAIL AT TIME OF FILING

RUIHUA JI NO. 11, LANE 688, PINGJI ROAD MINHANG DISTRICT SHANGAI, 201100 CHINA

RUIZHAO CHEN
ROOM 702 UNIT 2 BLDG 2, ZHUQUEMEN
#8 TAIPINGJIE ST
BEIJING, 100031 CHINA

RUMBLE BEE TRANSPORTS & MOVERS, LL 16006 35TH AVE SE MILL CREEK, WA 98012

RUSSELL AND ELIZABETH WEATHERSBY 225 CR.127 TUSCOLA, TX 79562

RUTH LANGER 1215 COMMONWEALTH AVE WEST NEWTON, MA 02465

RUTH SHAN 15919 SE 44TH WAY BELLEVUE, WA 98006

RUTHANN BRUCATO 1338 COUNTY RD 385 ERA, TX 76238

RUZHEN ZHANG
NO.1904, BUILDING 1
NO 1, SHANGDI XINXI ROAD,
HAIDIAN DIST BEIJING 100085 CHINA

RYAN KLEMANN ADDRESS UNAVAIL AT TIME OF FILING RYAN SEAY 4120 GILBERT AVE., UNIT #104D DALLAS, TX 75219

RYAN STEVENS 10943 IRONWOOD RD SAN DIEGO, CA 92131

S GARY SHULLAW 3707 E ZACHARY DRIVE PHOENIX, AZ 85050

S SCOTT STANDA 3025 CASCO POINT RD WAYZATA, MN 55391

SABAL FINANCIAL ADDRESS UNAVAIL AT TIME OF FILING

SABATINO FICICCHIA 84 ROCK HILL RD ROCHESTER, NY 14618

SABINA KAPLUNOV 20387 KENT WAY LOS GATOS, CA 95033

SAEGER CONSTRUCTION 3134 LIBBY RD NE OLYMPIA, WA 98506

SAFECO PLAZA PARKING 1001 4TH AVE SEATTLE, WA 98154

SAFEWAY INC. 3903 FACTORIA MALL S E BELLEVUE, WA 98006 SAFRANEK GROUP LLC 5217 KENSINGTON PLACE NORTH SEATTLE, WA 98103

SAGE HOMES
ADDRESS UNAVAIL AT TIME OF FILING

SALA BUSINESS CORP COND SAN VICENTE 8169 CALLE CONCORDIA STE 303 PONCE, PR 00717

SALESFORCE COM, INC. PO BOX 203141 DALLAS, TX 75320-3141

SALESFORCE.COM (SAMPLE)
ONE MARKET ST
SUITE 300
SAN FRANCISCO, CA 94105

SALLY JOHNSON 359 GEORGETOWN RD NAZARETH, PA 18064

SALOMY THOMAS
3365 BEAUFORT DR
BETHLEHEM, PA 18017

SALVADOR ANTONETTI ZEQUEIRA RETIRE 1360 CALLE LUCHETTI, APT. 10 SAN JUAN, PR 00907

SALVADOR ANTONETTI ZEQUEIRA 1360 CALLE LUCHETTI, APT. 10 SAN JUAN, PR 00907

SAM SCIABBARRA 115 JADE CREEK DR HILTON, NY 14468 SAMMAMISH PLATEAU WATER 1510 228TH AVENUE SOUTHEAST SAMMAMISH, WA 98075

SAMPIERI FAMILY TRUST DTD 6/4/1994 29334 N 108TH PL. SCOTTSDALE, AZ 85262

SAMPSON 45TH AVE LLC ADDRESS UNAVAIL AT TIME OF FILING

SAMUEL HERNANDEZ 593 N SATURMINO DR PALM SPRINGS, CA 92262

SAN JORGE ASSOCIATES MONEY PURCHAS PO BOX 361738
SAN JUAN, PR 00936

SANDIP N SHAH AND NIRALI SHAH 7916 ORCHARD COURT WEST CHESTER TOWNSHIP, OH 45069

SANDRA A BATTAGLIA 909 LOTUS VISTA DRIVE APARTMENT 302 ALTAMONTE SPRINGS, FL 32714

SANDRA BARKER 3 PARK ST. BOSTON, MA 02108

SANDRA K TAYLOR 5026 SUMMER MANOR LN SUGAR LAND, TX 77479

SANDRA L BOWER CREDIT TRUST 1923 KNOXBRIDGE RD FORNEY, TX 75126 SANDRA MAROTTE 22 ROSE CT MORRIS PLAINS, NJ 07950

SANDRA PHILLIPS 361 FARMS RD MCKINNEY, TX 75071

SANNER FAMILY REVOCABLE TRUST 361 FARMS RD MCKINNEY, TX 75071

SARA ANN KING REVOCABLE TRUST 33672 EAST HUNTERS RUN LEWES, DE 19958

SARA PERKINS SHROTH 2409 AMARILLO DRIVE O`FALLON, MO 63368

SARAH MARTHA PUCKETT 5932 BROADMOOR DR PLANO, TX 75093

SARAH SHUTE 8329 SOUTHWEST 33RD AVENUE PORTLAND, OR 97219

SARESS AND ERNESTO SMITH EXT ALAMEDA CALLE B A18 SAN JUAN, PR 00926

SARI J ROTTER 2 MASON TERRACE BROOKLINE, MA 02446

SCALE DESIGN NW LLC 2216 THIRTEENTH AVE EAST SEATTLE, WA 98102 SCHAEFER, DAVID W & BOBBI D 15123 19TH AVE. CT NW GIG HARBOR, WA 98332

SCHROETER SURVEYING, INC PO BOX 813 SEAHURST, WA 98062

SCHWABE, WILLIAMSON & WYATT TRUST 1211 SW FIFTH AVENUE SUITE 1900 PORTLAND, OR 97204

SCOTT & TARA COOK 95 FROST COURT TAYLORSVILLE, KY 40071

SCOTT AND JANE MOFFITT 4603 84TH AVENUE SOUTHEAST MERCER ISLAND, WA 98040

SCOTT B CHRISTMAS
ADDRESS UNAVAIL AT TIME OF FILING

SCOTT HOULE 13 COLUMBIA AVE LINCOLN, RI 02865

SCOTT K AND MICHELE C SAUNDERS 718 KEY ROYALE DR HOLMES BEACH, FL 34217

SCOTT MCDONALD REVOCABLE TRUST AGR DTD 6/14/13 277 ROYAL POINCIANA WAY MB 173 PALM BEACH, FL 33480

SCOTT SPRAGUE 6504 EDGEWORTH DR ORLANDO, FL 32819 SCOTT WALKER
ADDRESS UNAVAIL AT TIME OF FILING

SDWB HOLDINGS INC. 201 JOSEPH DRIVE GLENN HEIGHTS, TX 75154

SEABROOK CONSTRUCTION COMPANY, LLC PO BOX 422 PACIFIC BEACH, WA 98571

SEABROOK COTTAGE RENTALS 24 FRONT STREET PACIFIC BEACH, WA 98571

SEACITY CONSULTING LLC 520 SOUTH KING STREET SEATTLE, WA 98104

SEAN GILDEA 22 CHURCH ST. WESTON, MA 02493

SEAN GILL PO BOX 250 HAMPSTEAD, NH 03841

SEAN MAHONEY 1137 W LYNWOOD ST PHOENIX, AZ 85007

SEASTAR RESTAURANT 205 108TH AVE NE #100 BELLEVUE, WA 98004

SEATTLE DEPARTMENT OF CONSTRUCTION 700 FIFTH AVE, SUITE 2000 PO BOX 34019 SEATTLE, WA 98124

SEATTLE DEPARTMENT OF TRANSPORTATI PO BOX 34996 SEATTLE, WA 98124-4996

SEATTLE FUNDING GROUP, LTD. ADDRESS UNAVAIL AT TIME OF FILING

SEATTLE MARRIOTT BELLEVUE 200 110TH AVE NE BELLEVUE, WA 98004

SEATTLE MODERN LIVING, LLC ADDRESS UNAVAIL AT TIME OF FILING

SEATTLE WALLPAPER PROS 4004 NE 4TH ST #107 RENTON, WA 98056

SEBRIS BUSTO JAMES 14205 S E 36TH STREET SUITE 325 BELLEVUE, WA 98006

SECURITIES AND EXCHANGE COMMISSION US BANK, GOVT LOCKBOX 979081 1005 CONVENTION PLAZA ST. LOUIS, MS 63101

SECURITIZE, LLC. 655 MONTGOMERY ST. 7TH FLR SAN FRANCISCO, CA 94111

SECURITY SAFE & LOCK, INC. 10502 MAIN STREET BELLEVUE, WA 98004-5903

SEI PRIVATE TRUST CO. PO BOX 781800 PHILADELPHIA, PA 19178-1800 SEKHAR BANERJEE 3538 YORK LANE SAN RAMON, CA 94582

SELAH REALTY, INC PO BOX 695 SELAH, WA 98942

SELECT PORTFOLIO SERVICING, INC. (PO BOX 65450 SALT LAKE CITY, UT 84165-0450

SELECT WEALTH ADVISORS 322 DE DIEGO AVE, SUITE 202 SAN JUAN, PR 00920

SELF CUSTODIED
ADDRESS UNAVAIL AT TIME OF FILING

SENTRY CREDIT , INC. PO BOX 12070 EVERETT, WA 98206-2070

SENZA KENMORE ADDRESS UNAVAIL AT TIME OF FILING

SENZA SAMMAMISH ADDRESS UNAVAIL AT TIME OF FILING

SERENA LYNN VOSS 709 W MAIN ST. POST, TX 79356

SERGIO BAUTISTA ADDRESS UNAVAIL AT TIME OF FILING

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SHANGHAI HUACHENG SOUTHWEST TRAVEL 1465 BEIJING W RD, JINGAN QU SHANGHAI SHI, 200040, CHINA

SHAOMING ZHANG
RM 310-312, HANFU CENTRE BLDG,
3RD RD, BAGUA, BAGUALING, FUTIAN
SHENZEN, GUANGDONG 518000 CHINA

SHARLA ADAM 7393 RATLIFF RD SAN ANGELO, TX 76904

SHARON C WEBB 380 MATHER STREET, APT 3110 HAMDEN, CT 06514

SHARP ELECTRONICS CORPORATION DBA SHARP BUSINESS SYSTEMS DEPT. LA 21648 PASADENA, CA 91185-1648

SHARTSIS FRIESE LLP ONE MARITIME PLAZA, 8TH FLOOR SAN FRANCISCO, CA 94111

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SHERRY CAPITAL ADVISORS, LLC ADDRESS UNAVAIL AT TIME OF FILING

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SHIJIA WANG 1-2-601, YANSHANHE COMMUNITY, NO. 201 BAOCHU RD, XIHU DISTRICT, HANGZHOU, ZHEJIANG, 310000 CHINA

SHIRAZALI AND GULZAR SUNDERJI 26060 N 104TH WAY SCOTTSDALE, AZ 85255

SHIXUAN DENG 4 QIANCHAOMIAN HUTONG DONGCHENG QU, BEIJING, 10009 CHINA

SHIYING CHEN
1102, UNIT 1, BUILDING 5,
MINGLIYUAN, XIXI CHENGYUAN, XIHU
HANGZHOU, ZHEJIANG, 310012 CHINA

SHIYU ZHANG GUYAN CHUNXIAO, DUJIANGYAN CITY CHENGDU CITY, SICHUAN, 611800 CHINA

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SID (BEIJING) CONSULTING CO. LTD ROOM 605 BUILDING 3 DELTA CENTER OFFICE BUILDING NO. 7 QINGNIAN RD CHAOYANG DISTRICT BEIJING CHINA

SIDNEY FRANK 2001 SPRING ROAD, SUITE 700 OAK BROOK, IL 60523

SIGN PROS INC PO BOX 2518 REDMOND, WA 98073

SIGNATURE INTERIORS & DESIGN, LLC 6404 S 209TH ST KENT, WA 98032

SIMEON MONTGOMERY 7805 TROON DR ROWLETT, TX 75089

SIMON TODD 2213 CAMERON CROSSING GRAPEVINE, TX 76051

SIMPLUS
OUTBOX SYS DBA SIMPLUS DEPT 3758
PO BOX 123758
DALLAS, TX 75312-3758

SINOLITE INDUSTRIAL CO. BLDG DEF, 19 FL, ZHEJIANG WUCHAN INTNL PLZ,, NO.445 KAIXUAN RD, JIANGGAN DIST, HANGZHOU, CHINA

SITE SURVEY MAPPING 21923 NE 11TH STREET SAMMAMISH, WA 98074

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SIXIANG SHEN
901, #1, BLD B HEHUALONG HEHUAYUAN
XUNYANG DISTRICT
JIUJIANG, JIANGXI, 332000 CHINA

SIZER DESIGNS, LLC 12722 NORTHEAST 111TH PLACE KIRKLAND, WA 98033

SIZHEN WANG
04 BUILDING 18, NO. 68
TIYUGONGYUAN ROAD, LISHUI DST
NANJING, JIANGSU, 210000, CHINA

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SNOHOMISH COUNTY PLANNING & DEVELO 3000 ROCKEFELLER AVENUE M/S 604 EVERETT, WA 98201

SNOHOMISH COUNTY TREASURER DREWEL BLDG 3000 ROCKEFELLER AVE, 1ST FLOOR EVERETT, WA 98201

SOCOTRA CAPITAL, INC 2208 29TH STREET, SUITE 100 SACRAMENTO, CA 95817

SOMERSET SECURITIES, INC. 4600 SW KELLY AVENUE PORTLAND, OR 97239

SONGJUN HAN
UNIT 901-6 BUILDING 6, NO. 59,
WEST DAWANG ROAD, CHAOYANG DST
BEIJING, 100022 CHINA

SORENSEN MECHANICAL, LLC 13407 SE 339TH STREET AUBURN, WA 98092

SORI FARSHEED
ADDRESS UNAVAIL AT TIME OF FILING

SOUND EQUITY - DO NOT USE. ADDRESS UNAVAIL AT TIME OF FILING

SOUND EQUITY
929 108TH AVE NE, STE 1030
BELLEVUE, WA 98004

SOUND SURVEYING LLC
ADDRESS UNAVAIL AT TIME OF FILING

SOUNDEARTH STRATEGIES INC. 2811 FAIRVIEW AVE E SEATTLE, WA 98102

SOUREN CHAKMAKJIAN FAMILY, LIMITED 3855 BRANCHFIELD DR DALLAS, TX 75214

SOUTH SOUND SYSTEM ADDRESS UNAVAIL AT TIME OF FILING

SOUTHTOWNE ENTERPRISES
2449 S WILLIS - SUITE 106
ABILENE, TX 79605

SOUTHWESTERN RADIOLOGY SERVICES RE PO BOX 1498
VEGA BAJA, PR 00694

SPARKOL.COM
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SPECIALTY`S CAFE & BAKERY 500 108TH AVE NE BELLEVUE, WA 98004

SPOT-ON PRINT & DESIGN 1803 132ND AVE NE #1 BELLEVUE, WA 98005

SQUARE LOTUS 3540 FACTORIA BLVD SE A, BELLEVUE, WA 98006 SSA ACOUSTICS 7409 GREENWOOD AVENUE N, SUITE A SEATTLE, WA 98103

ST. JULIEN FAMILY TRUST 777 MATAGUAL DR VISTA, CA 92081

STACEY PIKE 5357 BRISTOL ST. ARVADA, CO 80002

STAFFORD LAND COMPANY
ADDRESS UNAVAIL AT TIME OF FILING

STANDARD PARKING 8037 COLLECTION CENTER DRIVE CHICAGO, IL 60693

STANLEY AND LINDA GURECKI 914 STEARNS RD NEW MILFORD, PA 18834

STANLEY B STARR MONEY PURCHASE PLA 34 SQUIRE SHALER LN LANCASTER, MA 01523

STANLEY B STARR, JR 34 SQUIRE SHALER LN LANCASTER, MA 01523

STANLEY MCLELLAN 2446 VAUGHN AVE DELTONA, FL 32725

STAPLES INC. 500 STAPLES DR FRAMINGHAM, MA 01702-4478 STATE OF CALIFORNIA
ADDRESS UNAVAIL AT TIME OF FILING

STATE OF DELAWARE DIVISION OF CORPORATIONS PO BOX 5509 BINGHAMTON, NY 13902-5509

STATE OF NORTH CAROLINA ADDRESS UNAVAIL AT TIME OF FILING

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STATE OF PENSILVANIA
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STEFAN PAGIOS 43 DEPINEDO ST. PROVIDENCE, RI 02094

STELLA KINDRED 8275 HILLANDALE DRIVE SAN DIEGO, CA 92120

STEPHANIE MORRIS 3815 ROSE AVE, LONG BEACH, CA 90807

STEPHEN BELOKOPITSKY 4160 W 1000 N, ALEXANDRIA, IN 46001

STEPHEN C WILKINSON 2076 SUTTON WAY HENDERSON, NV 89074

STEPHEN D ATKINSON 4214 42ND ST. LUBBOCK, TX 79413

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STEPHEN THAYER 2642 BEVERLY GLEN DR LAKE HAVESU, AZ 86403

STEPHEN W TRIVETT 1891 SANCTUARY PLACE MURFREESBORO, TN 37128

STERLING GRIFFIN
ADDRESS UNAVAIL AT TIME OF FILING

STERLING REALTY ORGANIZATION CO. 777 108TH AVENUE NE, SUITE 2150 BELLEVUE, WA 98004

STERLING PO BOX 35626 NEWARK, NJ 07193

STERN 1987 FAMILY TRUST 9570 VIRGINIA PLACE BEVERLY HILLS, CA 90212

STEVE HARBERTSON 8813 TRACY DRIVE SANDY, UT 84093

STEVE N ODELL 2052 CANNES PLANO, TX 75074

STEVE WHITE ADDRESS UNAVAIL AT TIME OF FILING

STEVEN A HENRIKSEN 215 VALLEYVIEW PLACE MINNEAPOLIS, MN 55419

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STEVEN COSTALAS 5 KATHRYN LANE BROOMALL, PA 19008

STEVEN D BENTZ 10218 MISSISSIPPI BLVD NW COON RAPIDS, MN 55433

STEVEN D MOONBLATT 815 SOUTH 7TH ST. UNIT #6 PHILADELPHIA, PA 19147

STEVEN G LOMBARDO ADDRESS UNAVAIL AT TIME OF FILING

STEVEN GABLE 2602 BRUNNER RD EMMANS, PA 18049

STEVEN J EVANS 25 POINT O WOODS ROAD DARIEN, CT 06820

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STEVEN PETERSEN 10366 LUNA MAGICO AVE LAS VEGAS, NV 89135 STEVEN SPERRING 706 BRASS LANTERN PL. BRENTWOOD, TN 37027

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STEVEN WESTERBERG 7750 SOUTH LAKESHORE ROAD #6 CHELAN, WA 98816

STEW COGAN 1420 FIFTH AVENUE, SUITE 3400 SEATTLE, WA 98101

STEWARD K SELLERS 2830 LINDEN STREET, UNIT 2B BETHLEHEM, PA 18017

STILLPOINT CAPITAL - SKYWAY CAPITA 100 N TAMPA ST SUITE 3550 TAMPA, FL 33602

STILLWATER CONSULTING GROUP ADDRESS UNAVAIL AT TIME OF FILING

STOEL RIVES LLP 101 S CAPITOL BLVD STE 1900 BOISE, ID 83702

STONECREST PARTNERS
300 WEST 6TH STREET, SUITE 1520
AUSTIN, TX 78701

STORYBUILT 900 1ST ST S AUSTIN, TX 78704 STRUCTURAL WORKS PLLC 35341 11TH CT SW FEDERAL WAY, WA 98023

STUART ACKERMAN AND ANN ACKERMAN R 7034 E CROCUS DR SCOTTSDALE, AZ 85254

STUART L PINKERT INSURANCE TRUST U 666 DUNDEE ROAD, SUITE 903 NORTHBROOK, IL 60062

STUART L PINKERT 89 CRESTVIEW DRIVE DEERFIELD, IL 60015

STUDIO PACIFICA 2144 WESTLAKE AVENUE NORTH SUITE F SEATTLE, WA 98109

STUDIO19 ARCHITECTS PO BOX 4127 SEATTLE, WA 98194

SUCCESS CIRCLE HOLDINGS, LLC 119 FOXBORO RD TRAVERLERS REST, SC 29690

SUMMIT DEVELOPMENT GROUP
ADDRESS UNAVAIL AT TIME OF FILING

SUMMIT DRYWALL INC ADDRESS UNAVAIL AT TIME OF FILING

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SUPERGRAPHICS, INC. 2201 15TH AVE W SEATTLE, WA 98119

SUPERIOR INSULATION PRODUCTS, LLC 3511 136TH ST. NORTHEAST MARYSVILLE, WA 98271

SURVIVOR OF GRIFFITH FAMILY TRUST 28452 CALLE PINON SAN JUAN CAPISTANO, CA 92675

SUSAN ALVARADO 2639 HARRISON STREET CARSON, CA 90810

SUSAN B SKARECKY TRUST UTD 12-17-0 501 OAKWOOD AVE. APT. 2-A LAKE FOREST, IL 60045

SUSAN B STEINER REV TRUST 444 TOAD RD CORRALES, NM 87048

SUSAN C BROUTMAN 2340 SPRUCE ST. UNIT C BOULDER, CO 80302

SUSAN J HUBELE 4220 FAIRWAY DR FLOWER MOUND, TX 75028

SUSAN LOWDER 12495 GREENLEAF WAY TRUCKEE, CA 96161

SUSAN MCLAUGHLIN
724 EAST RAMONA AVE
SALT LAKE CITY, UT 84105

SUSAN SELBE 61 JEANNE STREET PORTLAND, ME 04102

SUSAN STEINER 444 TOAD RD CORRALES, NM 87048

SUSAN STEINER 444 TOAD RD CORRALES, NM 87048

SUSAN THORNE 168 KNOXVIEW LANE MOORESVILLE, NC 28117

SUZANNE CARTER 149 SEA COTTON CIR. CHARLESTON, SC 29412

SWICKARD REAL ESTATE INVESTMENTS, 5200 EVERGREEN WAY EVERETT, WA 98203

SYLVIA GARDNER 907 ROCK CANYON RD DUNCANVILLE, TX 75137

T S DANCE CONSTRUCTION LLC 17902 120TH STREET CT E BONNEY LAKE, WA 98391

T&L ONE, LLC 17169 6TH PLACE SW SEATTLE, WA 98166

TACOMA PACIFIC PARTNERS, LLC - DO ADDRESS UNAVAIL AT TIME OF FILING

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TACOMA PUBLIC UTILITIES 3628 S 35TH ST.
TACOMA, WA 98409

TACOMA RUBBER STAMP 919 MARKET ST TACOMA, WA 98402

TAHOMA MARKET MARKET STREET TACOMA, WA 98402

TAI SHAN
155 EVERHOLLOW HEIGHTS SW
CALGARY, AB T2Y 5B3
CANADA

TAIT WELLER & BAKER LLP 50 SOUTH 16TH ST, SUITE 2900 PHILADELPHIA, PA 19102

TALIESIN HOMES NW, LLC 12042 SE SUNNYSIDE ROAD, #475 CLACKAMAS, OR 97015

TAMI Y ISAACS 10701 STONEYHILL DRIVE SILVER SPRING, MD 20901

TAMMY WHITE 546 EAST NAVAJO TRAIL SAN TAN VALLEY, AZ 85143

TAT IU
ROOM 2301, BLOCK A, GAXALY INTL BLD
167 HUANCHENG NORTH ROAD
HANGZHOU, ZHEJIANG, 310005 CHINA

TATIANA DESSAIN 2015 REVOCABLE TRU 62 CONANT RD LINCOLN, MA 01773

TATIANA PANTCHENKO 7705 135TH PLACE NE REDMOND, WA 98052

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TAX DOCUMENT HOLDER
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TAYLOR AND PADGETT FINANCIAL 1555 PLAZA WEST DR PRESCOTT, AZ 86303

TCD, LLC 32781 NE 52ND STREET CARNATION, WA 98014

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TD AMERITRADE CLEARING, INC. 200 S 108TH AVE. ATTN: AI DEPT OMAHA, NE 68154

TD CROSHAW
32968 NE 52ND STREET
CARNATION, WA 98014

TEAL GROUP TECHNOLOGIES, LLC 19438 185TH AVE SE SUITE 100 RENTON, WA 98058

TEC REAL ESTATE
40 LAKE BELLEVUE DR #245
BELLEVUE, WA 98005

TED E AND EVA M CASON 1421 YOUNG CIR. RAYMORE, MO 64083

TERESA ELIZABETH PIERE INTERVIVOS 6813 OAKVIEW ST. SHAWNEE, KS 66216

TERESA MCDADE & MARK MCDADE 3540 NE 147TH ST LAKE FOREST PARK, WA 98115

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TERI CAMPBELL KING LIVING TRUST 3524 PINEHURST CR. FARMERS BRANCH, TX 75234

TERRANE
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TERRENCE CASELLA 44370 ONTARIO COURT INDIAN WELLS, CA 92210

TERRENCE L HUCKE 1812 56TH ST NE TACOMA, WA 98422

TERRENCE W ALLEN
135 WALKING TRAIL
YOUNGSVILLE, NC 27596

TERRILL J AND MICHELLE R MARTIN 5321 NW BLUFFS WAY PARKVILLE, MO 64152

TERRY L AND LYNN M MANNING 548 NORTH LEAVITT AVENUE ORANGE CITY, FL 32763

TEST 3
ADDRESS UNAVAIL AT TIME OF FILING

TEST ACCOUNT 5 5243 11TH AVE NE SEATTLE, WA 98105

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TEST CONTACT 6 5243 11TH AVE NE SEATTLE, WA 98105

TEST ICAP 3535 FACTORIA BLVD SE SUITE 500 BELLEVUE, WA 98006

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TEST TESTING
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TEST VAULT 963 2ND AVE. TUCSON, AZ 81345-000

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TESTER INVESTOR
ADDRESS UNAVAIL AT TIME OF FILING

THAI GINGER 3717 FACTORIA BLVD SE BELLEVUE, WA 98006

THANH PHAT NGUYEN 15706 CHADRON AVE. GARDENA, CA 90249

THE ADAMS FAMILY LIVING TRUST 1907 WATERFORD DR GRAPEVINE, TX 76051

THE AIELLO FAMILY TRUST 6331 DWANE AVE. SAN DIEGO, CA 92120

THE ALTHEA KAY TALENTO REVOCABLE I TRUST DATED 8/20/19 1915 HAZELNUT COURT AGOURA HILLS, CA 91301

THE B+K BROUWER REVOCABLE TRUST 16538 E WESTWIND CT FOUNTAIN HILLS, AZ 85268

THE BARRY AND DOLORES SCHNEIDER CH 6616 RIVER BEND RD FT WORTH, TX 76132

THE BARRY AND DOLORES SCHNEIDER LI 6616 RIVER BEND RD FT WORTH, TX 76132

THE BARSTOW FAMILY REVOCABLE TRUST PO BOX 54864 HURST, TX 76054

THE BELLEVUE COLLECTION 575 BELLEVUE SQUARE BELLEVUE, WA 98004

THE BLECKER FAMILY TRUST DTD. 04/0 PO BOX 90337 SAN DIEGO, CA 92169

THE BOWMAN LAW FIRM, LLC 840 TOM WHEELER LANE MCEWEN, TN 37101

THE BROCKMAN LIVING TRUST 1000 DOGWOOD CT COLLEYVILLE, TX 76034

THE CHEESECAKE FACTORY 401 BELLEVUE SQUARE BELLEVUE, WA 98004

THE CHRIS ANDERSEN FAMILY TRUST 1044 E SAN JACINTO WAY PALM SPRINGS, CA 92262

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THE DAVID AND GAYLE JOHNSON REVOCABLE FAMILY LIVING TRUST 4583 S GREYTHORNE WAY CHANDLER, AZ 85248

THE DENG IRREVOCABLE TRUST 7307 N DIVISION #303, PO BOX 18969 SPOKANE, WA 99228-0969

THE DON AND LINDA WILLIAMS TRUST 4787 GALICIA WAY OCEANSIDE, CA 92056

THE DON AND SUSAN LOWDER REV TRUST 12495 GREENLEAF WAY TRUCKEE, CA 96161

THE DOTY LIVING TRUST UAD 06/12/97 41300 WOODHAVEN DR W PALM DESERT, CA 92211

THE EDERER FAMILY TRUST UAD 2/23/0 8530 MELROSE LN EL CAJON, CA 92021

THE EDWARD K & SANDRA L BOWER REVO 1923 KNOXBRIDGE RD FORNEY, TX 75126

THE EDWARDS FAMILY TRUST DTD 10/12 2126 MONTGOMERY AVE. CARDIFF, CA 92007

THE FINAL CLEAN
12910 16TH ST NE
LAKE STREVENS, WA 98258

THE FIRM REAL ESTATE SERVICES 838 PEACE PORTAL DRIVE BLAINE, WA 98230

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THE GREEN THUMB 3104 161ST AVE. SE BELLEVUE, WA 98008

THE HANOVER INSURANCE GROUP PO BOX 580045 CHARLOTTE, NC 28258

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THE HARTMAN LIVING TRUST 2146 EAST FIELDSTONE DRIVE ST. GEORGE, UT 84790

THE JAMES & MICHELLE FRANKIE FAMIL 3701 MADISON ROAD FLINTRIDGE, CA 91011

THE JOANN MCKNIGHT LIVING TRUST 2701 S SIOUX AVE. INDEPENDENCE, MO 64057

THE KIMBERLY ANNE ANGEL FAMILY TRU 512 HARVEST RAIN AVENUE HENDERSON, NV 89011

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THE LANDER FAMILY 2020 TRUST 4428 HYER ST.
DALLAS, TX 75205

THE LEROY PARK AND MARY JANE PARK REVOCABLE LIVING TRUST 334 SOUTHSHORE DR LAKE WINNEBAGO, MO 64034

THE LESLIE J SCHEIL TRUST DTD. 12/69330 LAS BEGONIAS CATHEDRAL CITY, CA 92234

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THE NATIONAL DUE DILLIGENCE ALLIAN 1810 CEDAR CREEK COURT HOUSTON, TX 77077

THE NOCHUR TRUST 295 WOODCLIFF RD NEWTON, MA 02461

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THE RONALD HEAPE REVOCABLE TRUST U 7279 E GOODNIGHT LANE PRESCOTT VALLEY, AZ 86314

THE RUSSELL AND JENNY MCCLURE FAMI 1698 SIKES ST. GRAFORD, TX 76449

THE SCHWARTZ COMPANY 108 S WASHINGTON STREET SUITE 310 SEATTLE, WA 98104

THE SHAW BYPASS TRUST DATED 06/17/940 WINGED FOOT DR FAIRVIEW, TX 75069

THE SOD LEGACY TRUST DTD 5/24/19 9527 EAST VERDE GROVE VIEW SCOTTSDALE, AZ 85255

THE STANLEY AND MARIAN PRAVER TRUS 39-905 VIA SCENA, UNIT 140 PALM DESERT, CA 92260

THE STONE FAMILY TRUST DTD 04/08/0 PO BOX 2365 RANCHO MIRAGE, CA 92270

THE STONE FAMILY TRUST 10009 WANDERING WAY BENBROOK, TX 76126

THE SUZANNE CHAMBERS BLUM 2018 TRU 18 MEADOWVIEW DRIVE NORTHFIELD, IL 60093

THE THOMAS RICHARD & SANDRA ANN BA REVOCABLE LIVING TRUST 101 WOODLAND DR HIGHLAND VILLAGE, TX 75077

THE TLS INVESTMENT TRUST 361 FARMS RD MCKINNEY, TX 75071

THE TONY AND HEATHER ASBELL LIVING 13042 N RED QUAIL PLACE MARANA, AZ 85658

THE WADE LIVING TRUST PO BOX 10187 PRESCOTT, AZ 86304

THEODORE R SCHAUMBURG 1730 PEBBLEWOOD CT SYCAMORE, IL 60178 THERESA M BONESS RT 4 BOX 484 AVA, MO 65608

THIERRY FAMILY TRUST 3401 CORTE PINO CARLSBAD, CA 92009

THINK JOULE 929 NW 19TH AVE PORTLAND, OR 97209

THOMAS A GOLDSBOROUGH 8304 GIANTSTEP PL. GAITHERSBURG, MD 20886

THOMAS AND JODI TEMPLE W/ RIGHTS O 21 SYCAMORE LN CHESTER SPRINGS, PA 19425

THOMAS AND MAUREEN SLOBIG 1329 W SHELLFISH DR GILBERT, AZ 85233

THOMAS AUSTIN GUSTAFSON 3113 PADDLE CREEK DR JACKSONVILLE, FL 32223

THOMAS B HAMLIN 4600 SW KELLY AVENUE PORTLAND, OR 97239

THOMAS C GUSTAFSON PO BOX 520879 LONGWOOD, FL 32752

THOMAS E AND NANCY E EROH 28 DAWN DRIVE DOUGLASSVILLE, PA 19518

THOMAS E SORCE 1915 HAZEL NUT COURT AGOURA HILLS, CA 91301

THOMAS H HAMM, IV 5399 E BIG RICHLAND CREEK RD MCEWEN, TN 37101

THOMAS HUEBINGER 30703 LOWER OX BOW TRACE FULSHEAR, TX 77441

THOMAS L & SANDRA RAWLINGS JTWROS PO BOX 271 WHARTON, TX 77488

THOMAS L GREENE 5921 PARKVIEW DR WESTERN SPRINGS, IL 60558

THOMAS L WELLING 28 LINDSEY AVE. DANVILLE, PA 17821

THOMAS MARGIE 4416 EAST WILLOW AVE PHOENIX, AZ 85032

THOMAS MARTIN WOODWARD 5307 GLIDE SLOPE CT GRANBURY, TX 76049

THOMAS MCCAUSLAND, JR 1994 IRREVOC 1437 EDGEWOOD LN WINNETKA, IL 60093

THOMAS R FOGARTY PO BOX 483 WAYNESVILLE, NC 28786 THOMAS R HELLER 3510 E OVERBY ROAD LAKE LEELANAU, MI 49653

THOMAS RICOTTA
2982 NIGHT WATCH WAY
ALPINE, CA 91901

THOMAS SAXBY AND LEANNE SAXBY 759 LIME HOLLOW ROAD NORFOLK, NY 13667

THOMAS SAXBY
759 LIME HOLLOW ROAD
NORFOLK, NY 13687

THOMAS SLOBIG 1329 W SHELLFISH DR GILBERT, AZ 85233

THOMAS TILBROOK 1233 HARDISON LN ABILENE, TX 79602

THOMPSON HINE LLP 41 SOUTH HIGH ST SUITE 1700 COLUMBUS, OH 43215

THOMSON REUTERS TAX & ACCOUNTING - PO BOX 71687 CHICAGO, IL 60694-1687

THURSTON COUNTY TITLE
ADDRESS UNAVAIL AT TIME OF FILING

TICOR TITLE CO
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TIEGS PROPERTY SERVICES LLC PO BOX 2214 TACOMA, WA 98401

TIKVOT PTE LTD.
20 EMERALD HILL ROAD
SINGAPORE, 229302
SINGAPORE

TIM AND JILL MULLER 1334 WINONA DR SAN JOSE, CA 95125

TIM RUSHER
ADDRESS UNAVAIL AT TIME OF FILING

TIM TYLER
ADDRESS UNAVAIL AT TIME OF FILING

TIMBERLAND
ADDRESS UNAVAIL AT TIME OF FILING

TIMBREL CAPITAL LLC 2200 CENTURY PARKWAY SUITE 500 ATLANTA, GA 30345

TIMOTHY J AND SUE MCKAY 11030 GULF SHORE DR UNIT 102 NAPLES, FL 34108

TIMOTHY R NEWCOMB 438 35TH AVE. EAST MOLINE, IL 61244

TIMOTHY VIOLETTE
22568 TULIP COURT
SANTA CLARITA, CA 91390

TINA M WALZ 10 PINEWOOD DR COVINGTON TWP, PA 18424

TING SHAO 1158 230TH AVE NE SAMMAMISH, WA 98074-6529

TITAN SECURITIES 16775 ADDISON RD STE 525 ADDISON, TX 75001

TLS INVESTMENT TRUST 361 FARMS RD MCKINNEY, TX 75071

T-MOBILE PO BOX 790047 ST. LOUIS, MO 63179-0047

TODD MCCOY
ADDRESS UNAVAIL AT TIME OF FILING

TOKENY SOLUTIONS

9, RUE DU LABORATOIRE
L-1911 LUXEMBOURG
GARE, L-1911 LUXEMBOURG

TOKYO RESTAURANT 3500 FACTORIA BLVD SE BELLEVUE, WA 98006

TOM FILES 8721 SE PORTER CIRCLE VANCOUVER, WA 98664

TOM J BLONG 190 HEDGES ABILENE, TX 79605 TOP GUN BAR AND GRILL
ADDRESS UNAVAIL AT TIME OF FILING

TORO ESPECIALISTA EN ORTODONCIA PASEO LAS BRISAS #13 CALLE MARBELLA SAN JUAN, PR 00926

TOTAL GROUNDS MANAGEMENT PO BOX 9 PUYALLUP, WA 98371

TP ICAP C/O NORRIS MCLAUGHLIN, PA JEANNE M. HAMBURG, ESQ. 7 TIMES SQUARE, 21ST FLOOR NEW YORK, NY 10036

TRACEY TYSON 216 GITCHEGUMEE DRIVE BUCKLEY, MI 49620

TRACY SMITH 2701 MERRYGLEN LANE FLOWER MOUND, TX 75022

TRAFFIC MANAGEMENT INC 4900 AIRPORT PLAZA DR SUITE 300 LONG BEACH, CA 90815

TRAILSIDE HOMES
ADDRESS UNAVAIL AT TIME OF FILING

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ADDRESS UNAVAIL AT TIME OF FILING

TRANSPORTATION ENGINEERING NW, LLC PO BOX 65254 SEATTLE, WA 98155

TRAVIS BAKER
ADDRESS UNAVAIL AT TIME OF FILING

TREASURER, STATE OF CONNECTICUT DEPT. OF BANKING SEC DIV 260 CONSTITUTION PLAZA HARTFORD, CT 06103-1800

TREASURER, STATE OF MAINE 121 STATE HOUSE STATION AUGUSTA, ME 04333

TREE SOLUTIONS INC. 2940 WESTLAKE AVE N SEATTLE, WA 98109

TREZ CAPITAL LIMITED PARTNERSHIP SUITE 1700, 745 THURLOW ST VANCOUVER, BC V6E 0C5 CANADA

TRIMONT REAL ESTATE ADVISORS 3500 LENOX RD NE SUITE G1 ATLANTA, GA 30326

TRIPLE GROWTH FUND, LLC 2104 W FIRST STREET FORT MYERS, FL 33901

TRIPLE POINT, LLC 227 BELLEVUE WAY NE, #125 BELLEVUE, WA 98004

TRITALENT FUNDING GROUP INC 1201 SW 12TH AVENUE, SUITE 308 PORTLAND, OR 97025

TROUTMAN FAMILY REVOCABLE TRUST PO BOX 1292 BOCA GRANDE, FL 33921 TRUE CONSTRUCTION CLEANING ADDRESS UNAVAIL AT TIME OF FILING

TRUELINE CAPITAL
ADDRESS UNAVAIL AT TIME OF FILING

TRUST FBO DONALD J TAYLOR 11664 SPOTTED MARGAY AVENUE VENICE, FL 34292

TUFF TURF INC. PO BOX 820566 VANCOUVER, WA 98607

TWO DEALS, LLC 8485 E MCDONALD DR #280 SCOTTSDALE, AZ 85250

TYLER PAYNE
7208 LEAFLAND PLACE
PROSPECT, KY 40059

TYSON KIEHN
6608 84TH ST. E
PUYALLUP, WA 98371

UBER
ADDRESS UNAVAIL AT TIME OF FILING

UC FUNDING, LLC 745 BOYLSTON STREET BOSTON, MA 02116

ULTRA QUIET FLOORS 403 N MAIN ST NEWBERG, OR 97132

UMPQUA ADDRESS UNAVAIL AT TIME OF FILING UNITED HEALTH CARE PO BOX 94017 PALATINE, IL 60094-4017

UNITED STATES POSTAL SERVICE 12224 NE BEL - RED RD BELLEVUE, WA 98009

UNIVERSAL INSURANCE COMPANY PO BOX 71338 SAN JUAN, PR 00936

UPGROW INC 3525 DEL MAR HEIGHTS RD #257, SAN FRANCISCO, CA 92130

URBAN FT NORTH AMERICA LLC 200 SPECTRUM CENTER DRIVE SUITE 300 IRVINE, CA 92618

URBAN NORTHWEST HOMES
ADDRESS UNAVAIL AT TIME OF FILING

US ASSURE PO BOX 10197 JACKSONVILLE, FL 32247

US ASSURE INS SVCS OF FLORIDA, INC PO BOX 935597 ATLANTA, GA 31193

US TREASURY ADDRESS UNAVAIL AT TIME OF FILING

USASIA PACIFIC
ADDRESS UNAVAIL AT TIME OF FILING

USB MAKERS INTL 1055 WEST 7TH STREET LOS ANGELES, CA 90017

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USPS 12224 NE BEL-RED RD BELLEVUE, WA 98009

UW 17TH AVE, LLC ADDRESS UNAVAIL AT TIME OF FILING

V ALLEN AND LYNDA M STAFFORD REVOC 17932 FM 362 NAVASOTA, TX 77868

VALLERIE RUIZ 5341 E PAGEANTRY ST. LONG BEACH, CA 90808

VALLEY SUPPLY COMPANY 8310 MALTBY ROAD WOODINVILLE, WA 98072

VAN BRUNT LIVING TRUST 11984 GLADSTONE CT FRISCO, TX 75035

VAN HOOF CONSTRUCTION, LLC 718 GRIFFIN AVENUE #907 ENUMCLAW, WA 98022

VANCOUVER SIGN COMPANY, INC PO BOX 5828 VANCOUVER, WA 98668 VANESSA BARR (STOP USING) PO BOX 2054 TACOMA, WA 98401

VANESSA BARR ADDRESS UNAVAIL AT TIME OF FILING

VANTAGE RETIREMENT PLANS 20860 N TATUM BLVD SUITE 240 PHOENIX, AZ 85050

VASILI ARVANITIDIS
ADDRESS UNAVAIL AT TIME OF FILING

VAULT TEST
TEST ADDRESS
TEST CITY, WA 00000

VC STUDIO
ADDRESS UNAVAIL AT TIME OF FILING

VEER ARCHITECTURE 520 112TH AVENUE NE, SUITE 250 BELLEVUE, WA 98004

VEGA CONSTRUCTION COMPANY CORP 16624 1ST AVE S BURIEN, WA 98148

VERA GILMER
3 DEERCREEK PRIVATE DR
KINGSPORT, TN 37660

VERBEEK PROPERTIES, LLC ADDRESS UNAVAIL AT TIME OF FILING

VERISTONE CAPITAL
ADDRESS UNAVAIL AT TIME OF FILING

VERIZON WIRELESS PO BOX 660108 DALLAS, TX 75266-0108

VERNON S AND KATHRYN L WESTRICH 9357 S SULLIVAN PL. TERRE HAUTE, IN 47802

VERNON WESTRICH 9357 S SULLIVAN PLACE TERRE HAUTE, IN 47802

VH 1121 14TH AVE LLC ADDRESS UNAVAIL AT TIME OF FILING

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VIC AND LINDA MONSON 11303 46TH STREET EAST EDGEWOOD, WA 98372

VICKY HUNTER 214 ADDISON WAY TITUSVILLE, FL 32780 VICTOR AND JULIE RACZKOWSKI 3112 WOODLEY RD NW WASHINGTON, DC 20008

VIJAY TEST ADDRESS UNAVAIL AT TIME OF FILING

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VIJAYA MASINA 24919 SE 43RD STREET SAMMAMISH, WA 98029

VILMA M VARGAS RETIREMENT PLAN URB PASCO ALTO 10 CALLE SAN JUAN, PR 00926

VINAY GOWDA 10 STIRLING WAY HAYWARD, CA 94542

VINCENT SHAN 15919 SE 44TH BELLEVUE, WA 98006

VIRGINIA D AND PAUL P WOROBEY 14 POND ST. TOPSFIELD, MA 01963

VIRGINIA D WOROBEY TRUST 3000 N OCEAN DRIVE, APARTMENT 19E SINGER ISLAND, FL 33404-3248

VIRGINIA K VAN HESPEN 12580 PATHOS LN SAN DIEGO, CA 92129 VOGELER, PLLC 2255 E SUNNYSIDE AVE #581347 SALT LAKE CITY, UT 84108

VSP VISION CARE ADDRESS UNAVAIL AT TIME OF FILING

W DAVID THOMAS 6 CHURCH ST. KINGSTON, NH 03848

WA DEPARTMENT OF LICENSING ADDRESS UNAVAIL AT TIME OF FILING

WA EMPLOYMENT SECURITY DEPARTMENT PO BOX 9046 OLYMPIA, WA 98507-9046

WACHTEL LIVING TRUST 7286 E EL CAMINITO DR SCOTTSDALE, AZ 85258

WAGIH IBRAHIM 2912 N CEDAR CREST BLVD ALLENTOWN, PA 18104

WALKER-FINEGOLD TRUST REVOCABLE LI DTD. 6/30/2015 3729 VEGA DR LAKE HAVASU CITY, AZ 86404

WALL STREET STRATEGIES
ADDRESS UNAVAIL AT TIME OF FILING

WANDA CHAPPELL 6488 STATE ROUTE 145 CORYDON, KY 42406 WANG KIEN LU 1022 S DANCOVE DR WEST COVINA, CA 91791

WANLU HUANG ADDRESS UNAVAIL AT TIME OF FILING

WARREN BELL 926 8TH ROAD BURLINGTON, KS 66839

WARREN T CONRAD
7 CABORCA LANE
HOT SPRINGS VILLAGE, AR 71909

WARREN W BELL & LINDA J BELL 926 8TH ROAD BURLINGTON, KS 66839

WASHINGTON DEPT OF LICENSING 1175 NW GILMAN BLVD B3 ISSAQUAH, WA 98027

WASHINGTON PROFESSIONAL SEMINARS, 1076 LETHBRIDGE AVENUE RICHLAND, WA 99352

WASHINGTON SECRETARY OF STATE PO BOX 40234 OLYMPIA, WA 98504

WASHINGTON STATE BAR ASSOCIATION 1325 FOURTH AVE., SUITE 600 SEATTLE, WA 98101

WASHINGTON STATE DEPARTMENT OF ECO PO BOX 47611 OLYMPIA, WA 98504-7611

WASHINGTON STATE DEPARTMENT OF REV BUSINESS LICENSING SERVICE PO BOX 9034 OLYMPIA, WA 98507

WASTE MANAGEMENT NATIONAL SERVICES DUWAMISH OFFLOADING OPERATIONS 7400 8TH AVE SOUTH SEATTLE, WA 98108

WASTEXPRESS
PO BOX 31100
PORTLAND, OR 97231

WATER TECH NW, LLC PO BOX 2874 KIRKLAND, WA 98083

WATERSHED HOLDINGS
ADDRESS UNAVAIL AT TIME OF FILING

WAYNE & MELODY WORTHEN 5302 EDGEWOOD DR E EDGEWOOD, WA 98372

WEALTH ADVISORS
ADDRESS UNAVAIL AT TIME OF FILING

WEALTHFORGE TECHNOLOGIES, LLC 3015 W MOORE STREET SUITE 102 RICHMOND, VA 23230

WEI LV #501-503 BLDG A RONGHUI SQ FIN CTR CHANGJIANG RD & SANMA RD INTERS NANKAI D TIANJIN 300000 CHINA

WEI WANG 4450 94TH AVE NE YARROW POINT, WA 98004 WEIFAN PENG
ROOM 503, BLDG 9, JUNLAN 2 ST.
YAJULE BEIYUN, NANCUN, PANYU
GUANGZHOU CITY, 511442 CHINA

WEIFENG HUANG 3316 SPRINGLEAF DR PLANO, TX 75026

WEIRONG MAO 5-101 YANGMEI HEJIAYUAN JINGYUAN YANGMEI MNTN RD, XIHU DISTRICT HANGZHOU, ZHEJIANG, 310000 CHINA

WEISU GE ROOM 402, BUILDING 6, NO. 1008, SHUANGLONG AVENUE, JIANGNING DST NANJING, JIANGSU, 211106, CHINA

WELLMON
ADDRESS UNAVAIL AT TIME OF FILING

WELLS FARGO ADDRESS UNAVAIL AT TIME OF FILING

WENDY MCCORMICK 22304 N VIA MONTOYA SUN CITY WEST, AZ 85375

WESTERN PACIFIC FENCE, LLC 3420 AUBURN WAY N AUBURN, WA 98002

WESTERN RESIDENTIAL SOLUTION, INC 347 ILO LANE DANVILLE, CA 94526

WESTERN VAN & STORAGE CO 8521 S 190TH ST KENT, WA 98031 WETHERHOLT AND ASSOCIATES, INC. 14715 NE 95TH STREET, SUITE 100 REDMOND, WA 98052

WETLAND RESOURCES 9505 19TH AVE SE SUITE 106 EVERETT, WA 98208

WEYERHAEUSER COMPANY 33663 WEYERHAEUSER WAY S FEDERAL WAY, WA 98001-9620

WHISTLE WORKWEAR PUYAL
ADDRESS UNAVAIL AT TIME OF FILING

WHITE SUMMERS CAFFEE & JAMES, LLP 805 SOUTHWEST BROADWAY SUITE 2440 PORTLAND, OR 97205

WILBERT
ADDRESS UNAVAIL AT TIME OF FILING

WILD CREEK ESTATES
ADDRESS UNAVAIL AT TIME OF FILING

WILDERNESS INVESTMENTS
ADDRESS UNAVAIL AT TIME OF FILING

WILLIAM & RITA BRUCE 239 FIDDLER'S COVE DRIVE KINGSLAND, GA 31548

WILLIAM A FINFROCK 2011 TRUST 747 GREEN OAKS CT WINTER PARK, FL 32789

WILLIAM AND DEANNA STERIOUS JTWROS 1310 BRIGHTON WAY NEWTOWN SQUARE, PA 19073

WILLIAM D TRACY 300 HARBOUR DR UNIT 105C VERO BEACH, FL 32963

WILLIAM ENKE 1226 VISTA SOL PALM SPRINGS, CA 92262

WILLIAM GARD, JR 125 BRIARCLIFF DRIVE MONETA, VA 24121

WILLIAM GREEN
4524 SOUTHGATE DR
PLANO, TX 75024

WILLIAM H FERGUSON, MD 2513 S FLAGLER AVE. FLAGLER BEACH, FL 32136

WILLIAM HENDERSON 45 BRONTE WAY UNIT 23B MARLBORO, MA 01752

WILLIAM HOWARD PO BOX 2393 CYORESS, CA 90630

WILLIAM M AND PATRICIA D WALTON 1809 CASTLE DR CLYDE, TX 79510

WILLIAM MCCORMICK AND WENDY MCCORM 22304 N VIA MONTOYA SUN CITY WEST, AZ 85375

WILLIAM MCNEILL 4519 103RD LANE NE KIRKLAND, WA 98033

WILLIAM O STETTER 4101 E 300 N JASPER, IN 47546

WILLIAM POLACK 1730 N PEARSON ROANOKE, TX 76262

WILLIAM R AND CANDACE C LYNN 7335 LINDEN TERRACE CARLSBAD, CA 92011

WILLIAM SCISM 11 PINE TREE LN ANDOVER, MA 01810

WILLIAM SCORSE 121 HUTCHINGS ROAD ROCHESTER, NY 14624

WILLIAM SCOTSMAN 901 SOUTH BOND STREET SUITE 600 BALTIMORE, MD 21231

WILLIAM TONY INNMON 211 RIDGE VIEW LANE TROPHY CLUB, TX 76262

WILLIAM W SHAFFER 13675 N ORCA TRAIL HAYDEN, ID 83835

WILLIAM WHALEN
955 AIRPORT ROAD APT. 223
DESTIN, FL 32541

WINDERMERE REAL ESTATE CO. 2420 2ND AVENUE SEATTLE, WA 98121

WISS, JANNEY, ELSTNER ASSOCIATES, 9511 NORTH LAKE CREEK PARKWAY AUSTIN, TX 78717

WLW TRUST DTD JANUARY 24, 2019 WIL 8703 S SANTA ELIZABETH DRIVE GOODYEAR, AZ 85338

WOLFE FAMILY TRUST 14596 RANCH TRAIL DR EL CAJON, CA 92021

WOOD HILL HOMES ADDRESS UNAVAIL AT TIME OF FILING

WOODBLOCK ARCHITECTURE, INC. 827 SW 2ND AVENUE, SUITE 300 PORTLAND, OR 97204

WSI NET ADVANTAGE 85 BASSETT ST SAN JOSE, CA 95110

XI YU ADDRESS UNAVAIL AT TIME OF FILING

XIANXING HU
3-1601 TAOJINSHAN GARDEN
NO. 268 CUIYIN ROAD, LUOHU DST
SHENZHEN, GUANGDONG 518019 CHINA

XIAO WU 110 AVILA RD SAN MATEO, CA 94402 XIAOBAI ZHANG UNIT.1404, BLD 11, NO.19 ZHONGSHANJINGDIANYUAN, JINMA RD OIXIAOU NANJING JIANGSU 210046 PRC

XIAOCHUAN LI 30-A, BUILDING 6, DONGHAI GARDEN XIANGXUAN ROAD SHENZHEN, GUANGDONG 518000 CHINA

XIAOJIA LIAO 29 LONG KAN XIN JIE FLOOR 48, ROOM H CHONGQING, 400049 CHINA

XIAOWAN TIAN
BEIJING RUNJI ENTERPRISE
MGMT CONSULTING CO, LTD
JIANWAISOHO BLA 1208 BEIJING CHINA

XIAOYAN YANG 1-101 BD 6 HUAXIA XIANB DIANCHI RD DIANCHI KUNMING RESORT KUNMING, YUNNAN, 650000 CHINA

XIAOYU SU ROOM 1102, 1 BLDG WAN XU XIU YE LI NO.3 XIU YE LI, GU LOU DISTRICT FUZHOU, FUJIAN PRVC, 350000 CHINA

XIN LI
ROOM 1802, UNIT 1, BUILDING 40,
ZHANGJIACUN HUIRUNYUAN, GANJINGZI
DALIAN, LIAO NING, 116082 CHINA

XING FANG 15919 SE 44TH WAY BELLEVUE, WA 98006 XINGZHI ZHU
8-2-1201, HAIYI CHANGZHOU LIANHAI
SOUTH YOUYI ROAD, HEXI DISTRICT
TIANJIN, 300074, CHINA

XINLU BAO 301, GT 2, TWR D, NO 55, DASHIQIAO JIUGULOU AVE. XICHENG DISTRICT BEIJING, CHINA

XINYI WU 66 KEJI ROAD, JIMEI DISTRICT XIAMEN, FUJIAN, 361024 CHINA

XINZE LIU
4108, SAINAWEILA SHUIJING GARDEN,
CHAOYANG DISTRICT
BEIJING, CHINA

XIU WEN GONG 21580 NE 16TH ST SAMMAMISH, WA 98074

XU IRREVOCABLE TRUST NORTHWEST TTEE & MGMT SVCS, LLC 7307 N DIVISION#303, PO BOX 18969 SPOKANE, WA 99228

XU LIN 9630 HILLTOP ROAD BELLEVUE, WA 98004

YAKIMA BRANDING (COLOR BARREL LLC) ADDRESS UNAVAIL AT TIME OF FILING

YAN LI RM 801 #3, BLD 17 DONG YI SHI QU #12 YUAN SHUANGQIAO E RD CHAOYANG BEIJING 100024 CHINA YANBO SUN
BEIFUMINGYUAN, HUANAN SQ
BUILDING 7, UNIT 1, ROOM 301
DALIAN, LIAONING, 116000 CHINA

YANFEI HAN 13316 22ND AVENUE NORTHEAST SEATTLE, WA 98125

YANFEN WANG
22433 NE MARKETPLACE DR
APT. H3049
REDMOND, WA 98053-1920

YANGFUXIAO MEI 15522 SOUTHEAST 5TH COURT BELLEVUE, WA 98007

YANHUA ZHANG 8158 169TH AVE NE REDMOND, WA 98052

YANMEI TANG
DRESSING TABLE VILLAGE, LAISU TOWN
YONGCHUAN DISTRICT
CHONGQING, 400000 CHINA

YANQIAN CHAI #201, NO.90, LANE 1895, HUALING R BAOSHAN DISTRICT SHANGHAI, 201900 CHINA

YANYAN XU AND ZHENG FANG 29 WANGJIANG RD QING NIAN JIAO SHI APT ROOM 1012 CHENGDU, SICHUAN, CHINA

YAO WANG 1702 BLDG 1, SHOU CHUANG XI RUI DU NO.139 CHAO YANG ROAD, CHAO YANG BEIJING, 100026 CHINA YEN HO 1874 SAN FRANCISCO AVE. LONG BEACH, CA 90806

YI SHAN
NO. 7 UNIT 1, 33RD BLD BIN HE LANE
NANCAIYUAN, XICHENG DISTRICT
BEIJING, 100053 CHINA

YI XIA BUILDING NO.8, LANE 600, FEI HONG ROAD,, YANGPU DISTRICT SHANGHAI, CHINA

YI ZHENG #1204, NO. 17, LANE 28, GUILIN DONG JIE,, XUHUI DISTRICT SHANGHAI, 200235 CHINA

YIBING LUO #101, BLDG 59,#1 GUANGHUA JIANGHAN PETRO ADMIN BUR QIANJIANG, HUBEI, 433100, CHINA

YIDA ZHENG
ADDRESS UNAVAIL AT TIME OF FILING
BEIJING,
CHINA

YING WU - STOP USING THIS ACCOUNT 5900 138TH PLACE SE BELLEVUE, WA 98006

YING WU AND ERIC FU 5900 138TH PLACE SOUTHEAST BELLEVUE, WA 98006

YING WU 5900 138TH PLACE SE BELLEVUE, WA 98006 YING ZHENG RM L3-401 PHASE II TWELVE OAKS MNR PUTIAN STREET, LONGGANG DISTRICT SHENZHEN, GUANGDONG 518129 CHINA

YIRU HUANG RM 1701 #100, YUSHAN ROAD PUDONG NEW AREA SHANGHAI, CHINA

YISROEL AND CHANA GURARY 212 S HIGHLAND AVE LAS ANGELES, CA 90036

YIWEI AN 225 CHERRY STREET, APT 7C NEW YORK, NY 10002

YI-YUAN CHEN (GRACE SHIN)
3F , NO. 15, ZHENGDA 3RD ST.
WENSHAN DIST
TAIPEI CITY, TAIWAN

YONGZHEN OU 5900 138TH PL SE BELLEVUE, WA 98006

YONGZHI LIANG 103-2-1105, BAI ZI WAN HOME CHAOYANG DISTRICT BEIJING, 100124 CHINA

YOUFU ZHENG ROOM 601, UNIT 1, BUILDING A JINGUANGHOU SHENCAI ZHENG GONGNONG HEGANG, HEILONGJIANG 154108 CHINA

YOUZHEN LU
NO. 16, XINGHUA ROAD, KEJI AVENUE,
XIUYING DISTRICT
HAIKOU, HAINAN, 570100 CHINA

YSHINE HONGKONG LIMITED UNIT D 16/F, ONE CAPITAL PLACE 18 LUARD ROAD WAN CHAI, CHINA

YU & TROCHALAKIS, PLLC 13555 SE 36TH STREET, SUITE 310 BELLEVUE, WA 98005

YUAN LI RM 101, NO. 41, NONG 238 HUOXIANG RD, PUDONG NEW AREA SHANGHAI, 201203 CHINA

YUAN MU 11007 NE 18TH PL BELLEVUE, WA 98004

YUAN TIAN
DONG SI SAN TIAO #49
DONG CHENG DISTRICT
BEIJING, 100010 CHINA

YUANJUN LOU 22802 SE 5TH TERRACE SAMMAMISH, WA 98074

YUANQING SHAN 15919 SE 44TH WAY BELLEVUE, WA 98006

YUANYUAN LI 6652 135TH CT SE NEWCASTLE, WA 98059

YUANZHE CHENG 9-2-1702, GREENLAND HUAJIACHIYIN, SHANGCHENG DISTRICT HANGZHOU, ZHEJIANG, 310009 CHINA YULAN REN
NO. 5, BLDNG 15, MEIDU HUATING, 76
LIANHUA NORTH RD, DUJIANGYAN CITY,
SICHUAN PROVINCE, 611800 CHINA

YUN HAN 4226 129TH PL SE, #4 BELLEVUE, WA 98006

YUN LIU #104, BLDG 23, HAIYUEHUAYUAN PHASE 1, NANSHAN DISTRICT SHENZHEN, GUANGDONG 511400 CHINA

YUNHUA LIU 1155 NORTHEAST 55TH STREET SEATTLE, WA 98105

YUTAO WU 308 BLK B, SHENNAN GARDEN PODIUM KEYUAN NORTH RD, NANSHAN DISTRICT SHENZHEN, GUANGDONG 518057 CHINA

ZAIPING LAO 21ST FLOOR, MENGHU VILLA, NO.188 ZHIJIANG ROAD,, XIHU DST HANGZHOU, ZHEJIANG, 310024 CHINA

ZARCO EINHORN SALKOWSKI 2 S BISCAYNE BLVD 34TH FLOOR MIAMI, FL 33131

ZAVEN CHRISTOPHER AND SARA CHAKMAK 1118 NEWCASTLE ROCKWALL, TX 75032

ZELIN WANG BLDG E-24, ORIENTAL GRDN OVERSEAS CHINESE TWN, NANSHAN DIST SHENZHEN, GUANGDONG 518000 CHINA ZHANYUN ZHENG 19D, ZHEJIANG MATERIAL INDUST BLDG 445 KAIXUAN ROAD HANGZHOU, ZHEJIANG, 310021 CHINA

ZHAO WANG 2402, UNIT 1, US FEDERAL APARTMENT NO.1 DONGFANGDONG ROAD, CHAOYANG BEIJING, 100027 CHINA

ZHAOJUN LI AND BING HU 307-3233 KETCHESON ROAD RICHMOND, BC V6X OR3 CANADA

ZHENG REVOCABLE FOREIGN GRANTOR TR 7307 N DIVISION ST. SUITE 303 SPOKANE, WA 99208

ZHIDUO WU 59-2-2503, JIADU INTL COMMUNITY, YANJIAO GAOXIN DISTRICT, SANHE LANGFANG, HEBEI, 065202 CHINA

ZHIJIAN CAI 11-20B, SANGTAIDANHUA, PING SHAN YI ROAD, XI LI NAN SHAN D SHNZHN, GUANGDONG CHINA

ZHIQIAN LIANG RM 1803, BLD NO. 1 PHASE 7 OVERS CHINESE CITY NANSHAN SHENZHEN, GUANGDONG 510000 CHINA

ZHIQIANG ZHOU
ROOM 222, UNIT 2, BUILDING 44,
JUNZHENG CHANGHE HUAFU, HAIBOWAN
WUHAI, INNER MONGOLIA, 016000

ZHIXIONG SHENG (GRACE SHIN) FLAT 12F, TOWER 1, THE BELCHER'S, NO. 89 POK FU LAM ROAD HONG KONG

ZHIYU CHEN
ROOM 501, BLD 18, HENGDA KUNHAI HU
ANNING TAIPING NEW TOWN
KUNMING, YUNNAN, 650399 CHINA

ZHIYUAN LIU FLAT 9C, 22 JOHNSTON ROAD, YORK PL WANCHAI HONG KONG

ZHONGYUAN MAO
APT. 1202, UNIT 2, BUILDING 10,
WAN JIA XING CHENG PHASE 3
XIACHNG HANGZHOUZHEJIANG310000 PRC

ZHUHUA LI 17225 NE 126TH PL REDMOND, WA 98052

ZIAN WANG
ROOM 3602, 580 NANJING WEST ROAD
SHANGHAI, 200000
CHINA

ZIPLY FIBER ATTN: SHELLEY HAUGSTAD 1800 41ST ST. N-100, 20S EVERETT, WA 98203

ZIPPER GEO ASSOCIATES, LLC 19019 36TH AVENUE WEST, SUITE E LYNNWOOD, WA 98036

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